

FIG. 1

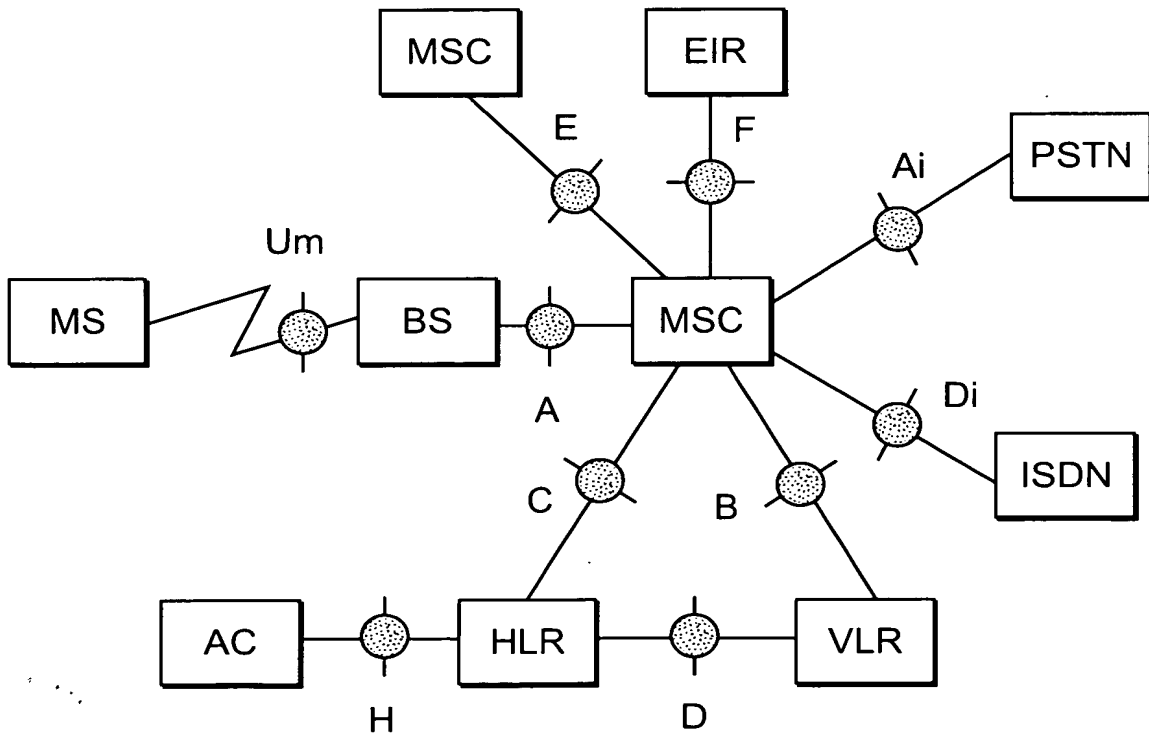


FIG. 2

The diagram illustrates the GSM network architecture. At the center is the Mobile Switching Center (MSC). It is connected to several external networks and internal components:

- External Networks:**
 - Public Land Mobile Network (PLMN) via interface **E**.
 - External Intelligent Network (EIN) via interface **F**.
 - Public Switched Telephone Network (PSTN) via interface **Ai**.
 - Integrated Services Digital Network (ISDN) via interface **Di**.
- Internal Components and Interfaces:**
 - MS (Mobile Station)** connects to **BS (Base Station)** via interface **Um**.
 - BS** connects to the **MSC** via interface **A**.
 - The **MSC** connects to **MC (Mobile Controller)** via interface **Q**.
 - MC** connects to **SME (Subscriber Mobile Equipment)** via interface **M**.
 - The **MSC** connects to **HLR (Home Location Register)** via interface **C**.
 - HLR** connects to **AC (Authentication Center)** via interface **H**.
 - The **MSC** connects to **VLR (Visitor Location Register)** via interface **B**.
 - VLR** connects to the **HLR** via interface **D**.
 - The **MSC** connects to **MSC (Mobile Switching Center)** via interface **N**.

FIG. 3

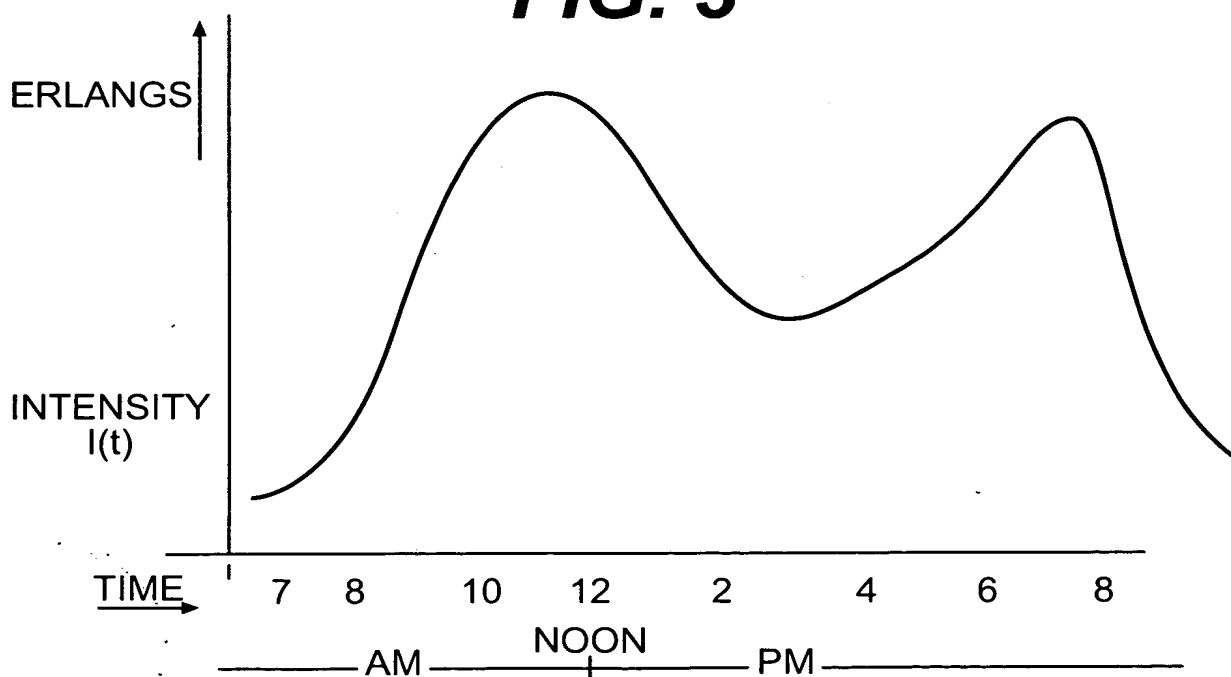


FIG. 4

BNA USAGE (9/00)

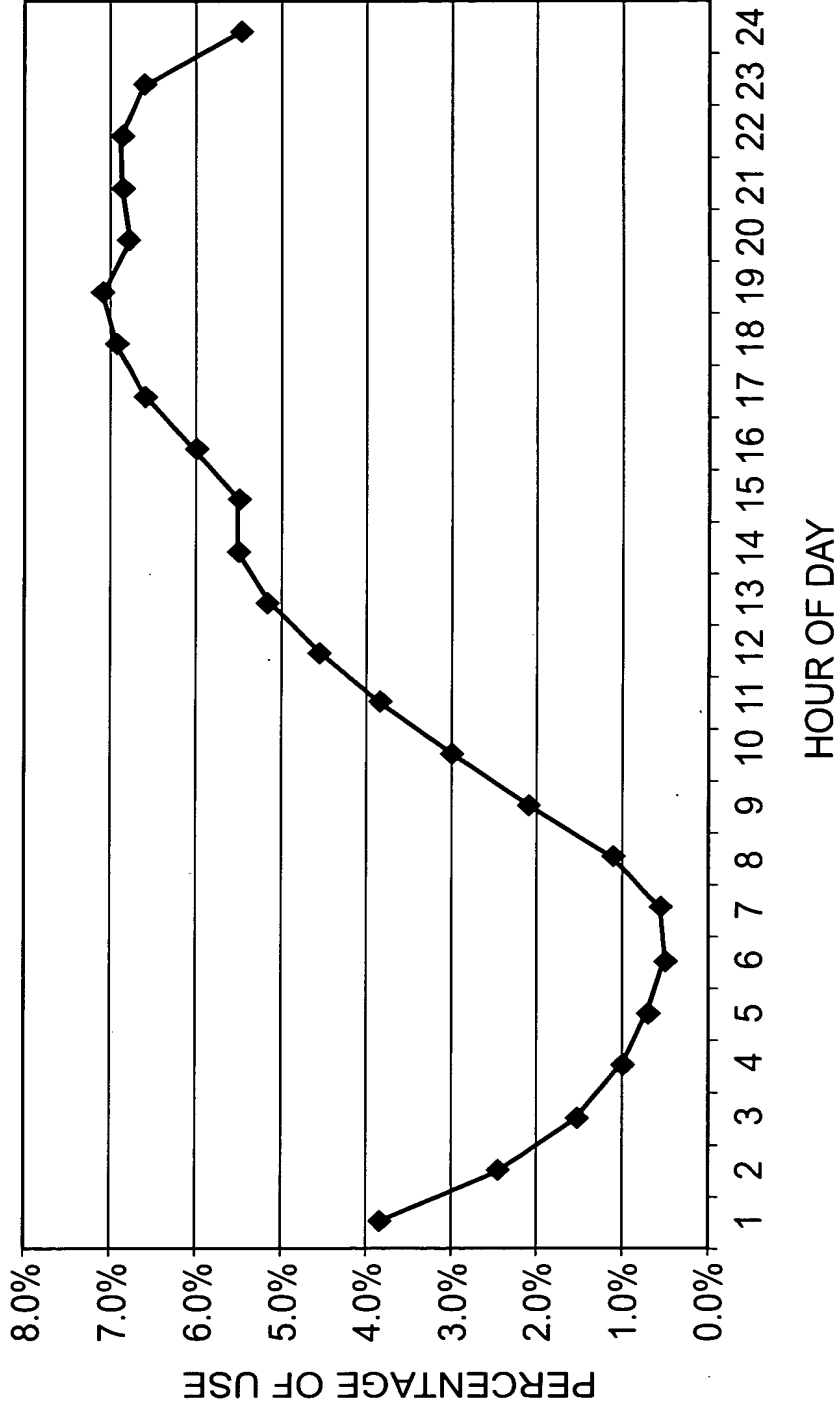


FIG. 5

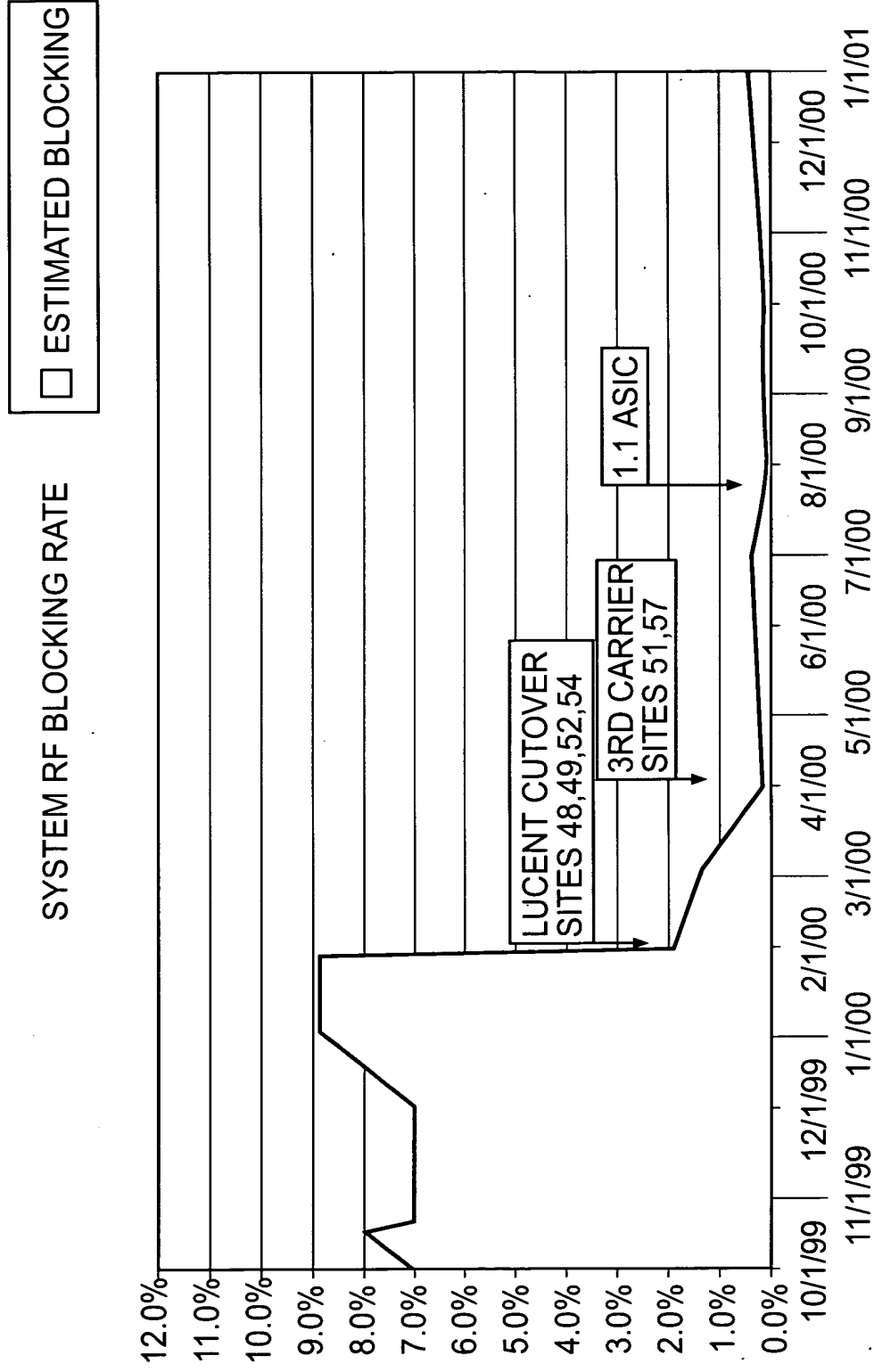


FIG. 6

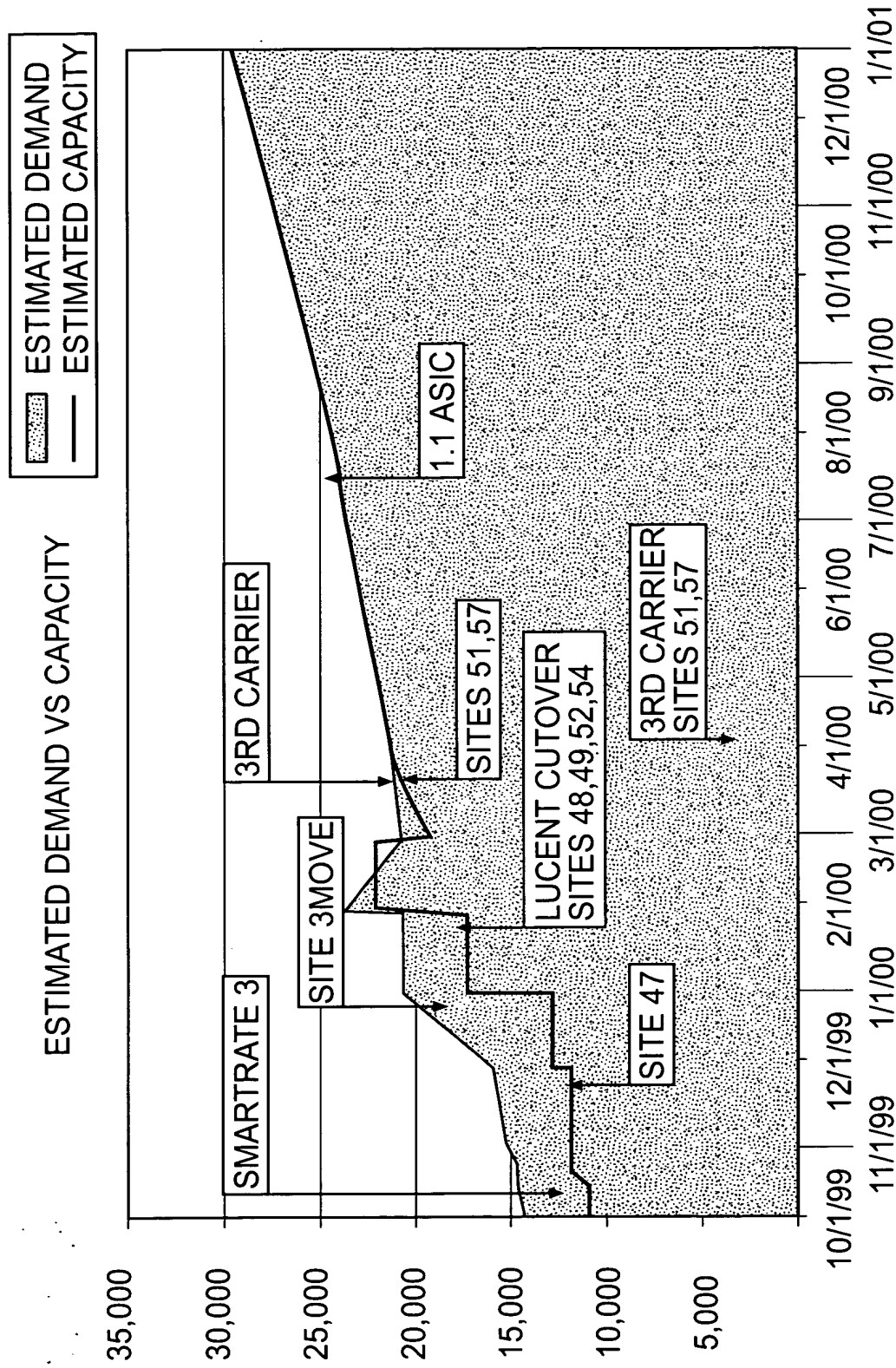


FIG. 7

09772066 051501

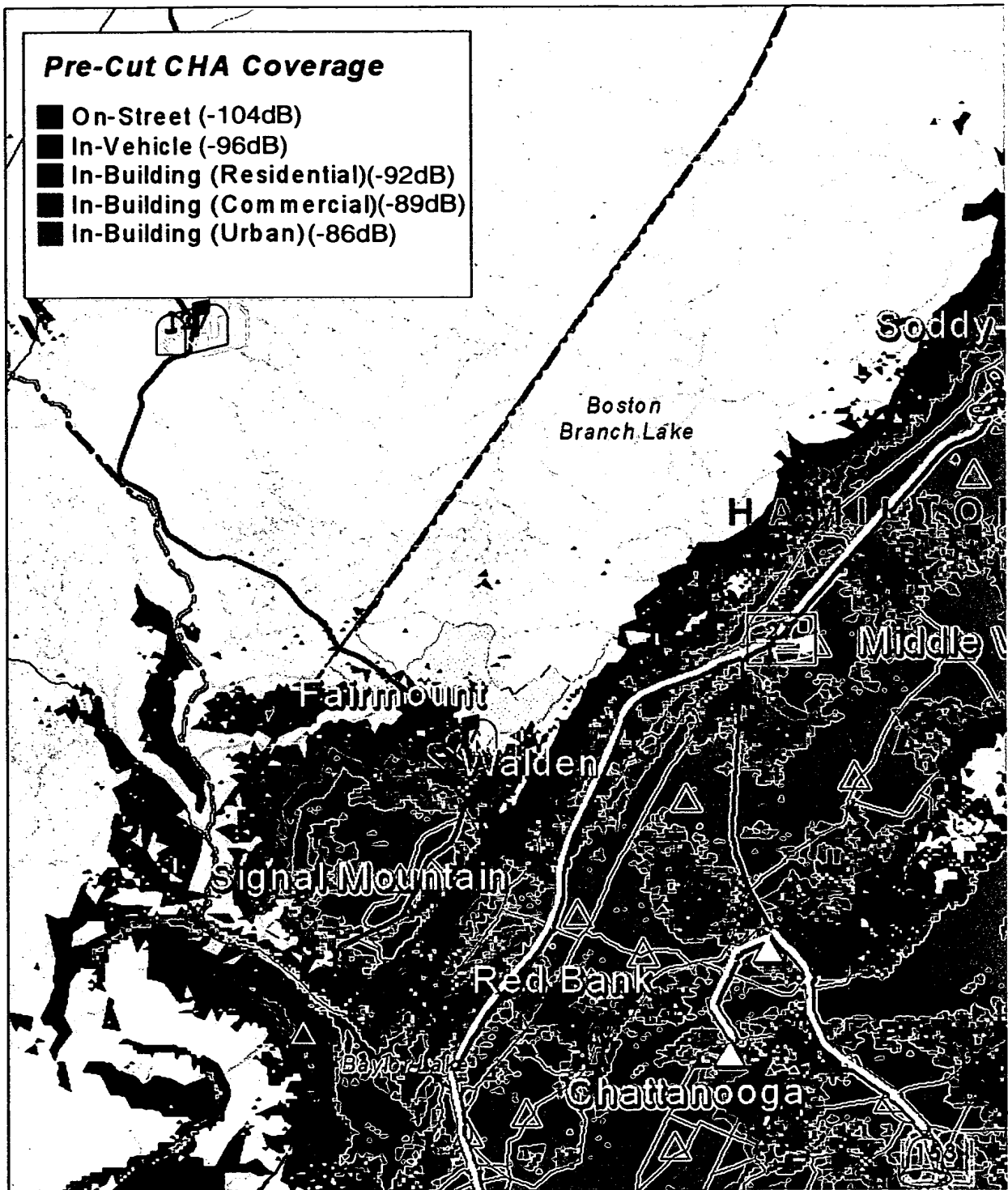


FIG. 8a

0972006.051501

Pre-Cut CHA Coverage

- On-Street (-104dB)
- In-Vehicle (-96dB)
- In-Building (Residential)(-92dB)
- In-Building (Commercial)(-89dB)
- In-Building (Urban)(-86dB)

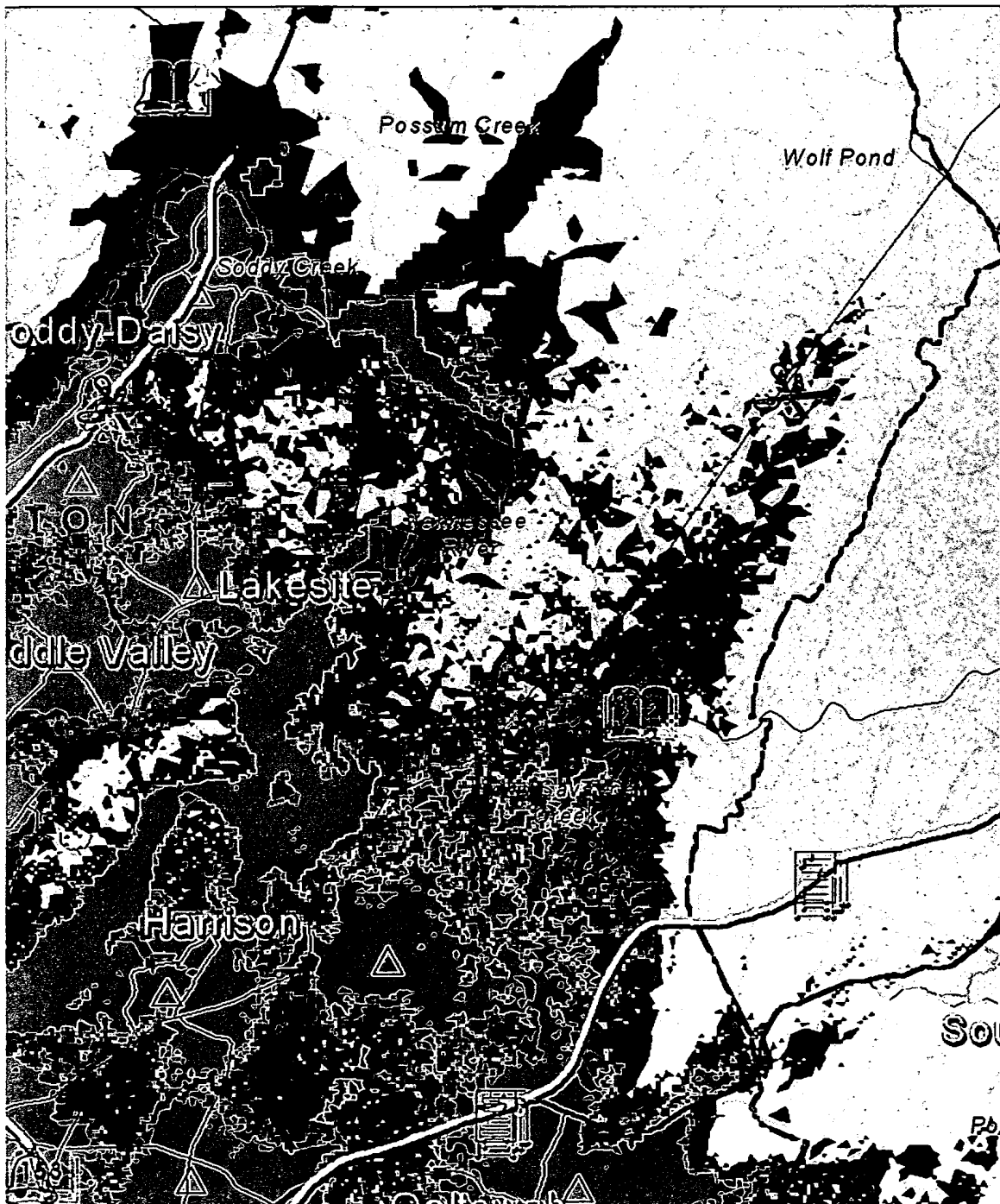


FIG. 8b

09772066-051501
T05T50" 99027760

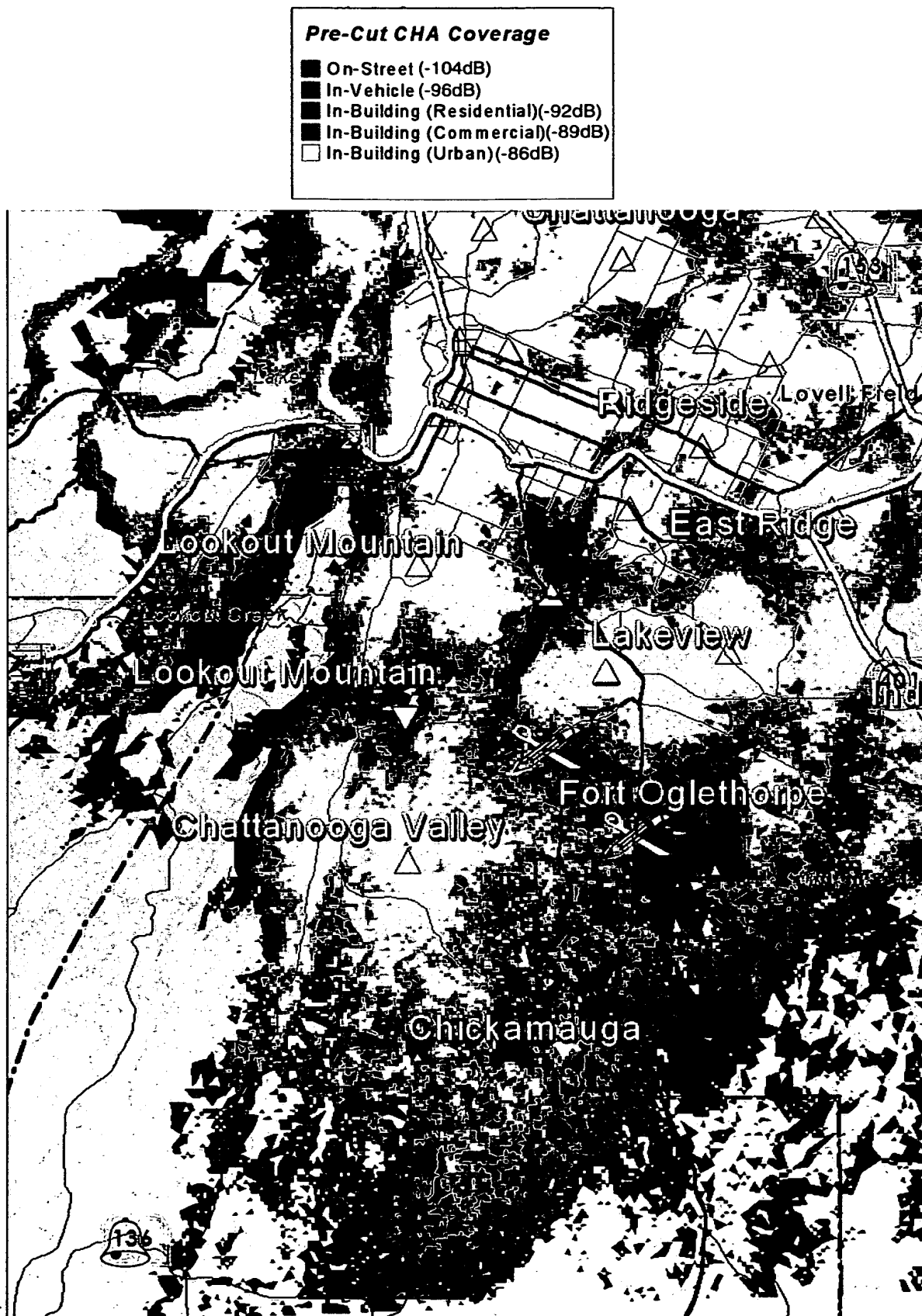


FIG. 8c

09772066-051501

Pre-Cut CHA Coverage

- On-Street (-104dB)
- In-Vehicle (-96dB)
- In-Building (Residential)(-92dB)
- In-Building (Commercial)(-89dB)
- In-Building (Urban)(-86dB)

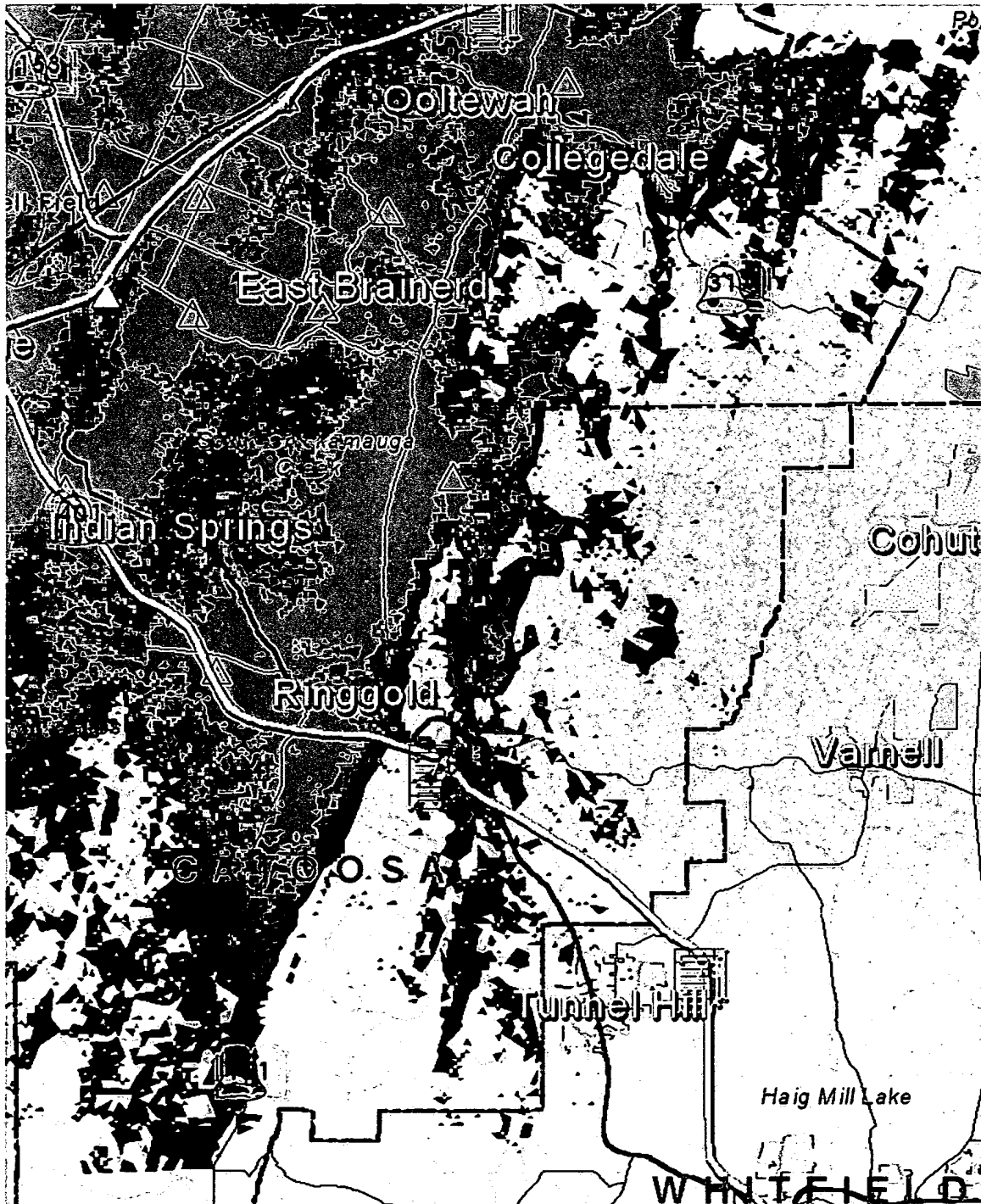


FIG. 8d

09772066-051501

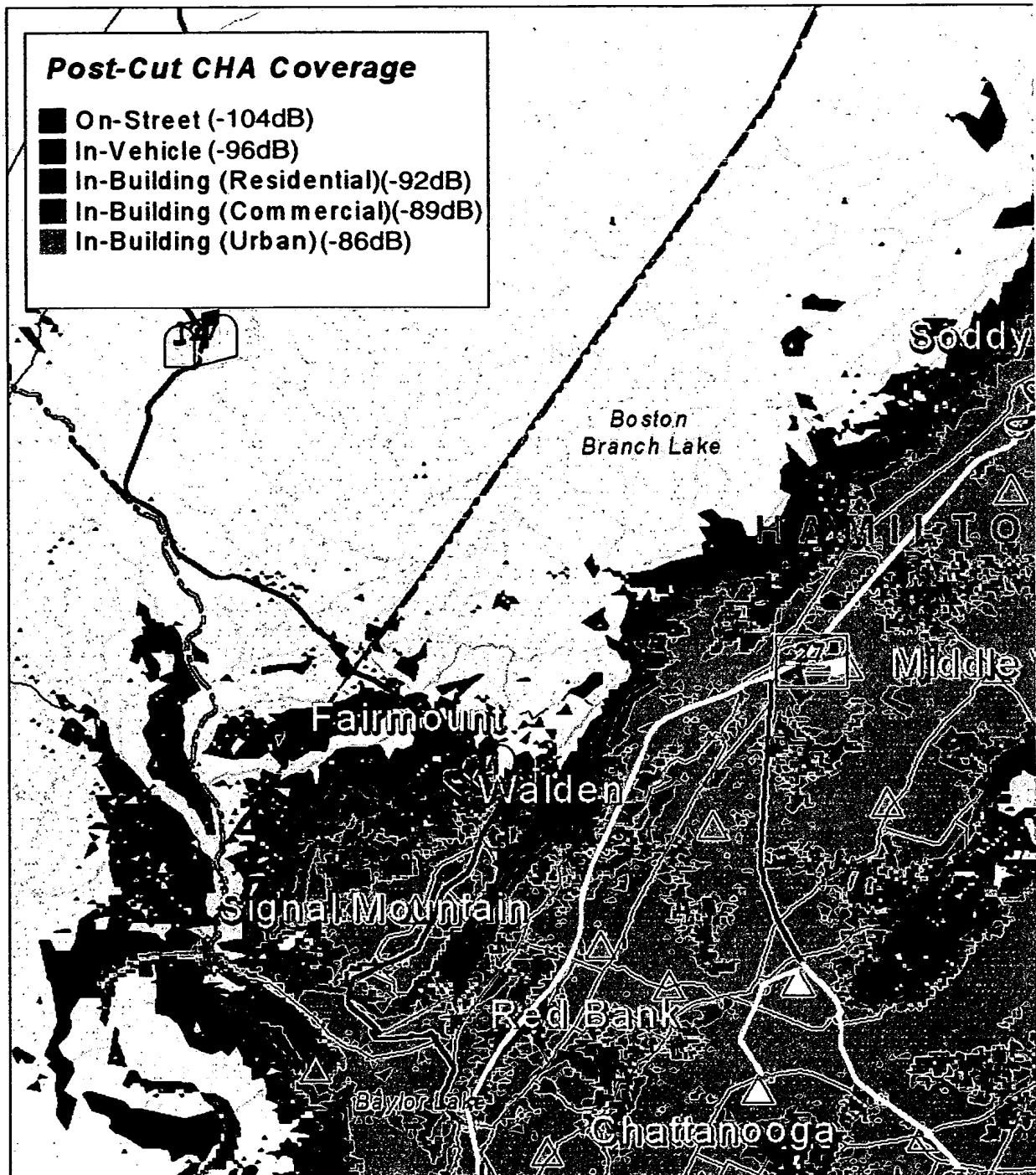


FIG. 9a

09772066, 051501

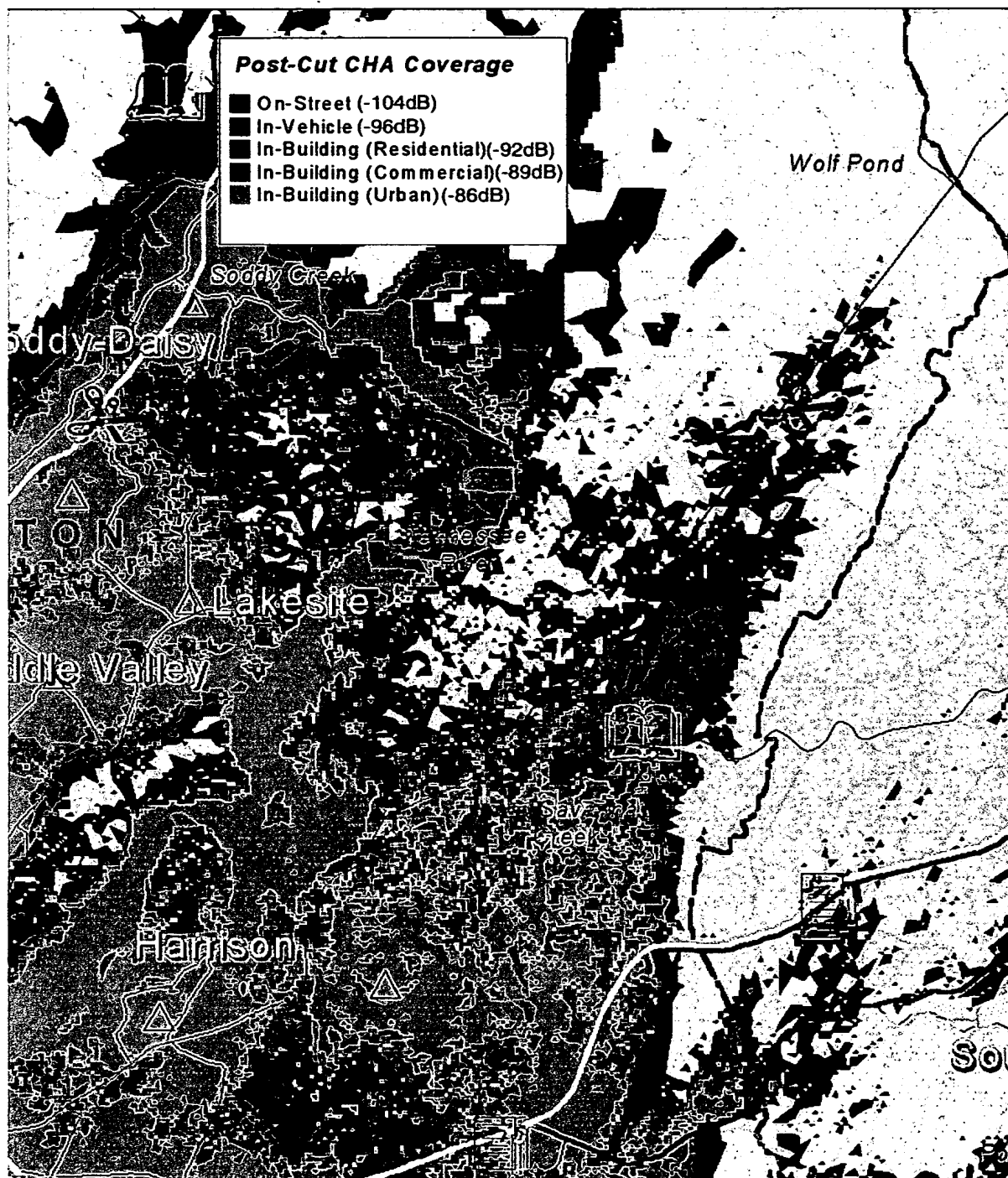


FIG. 9b

09772066-051501

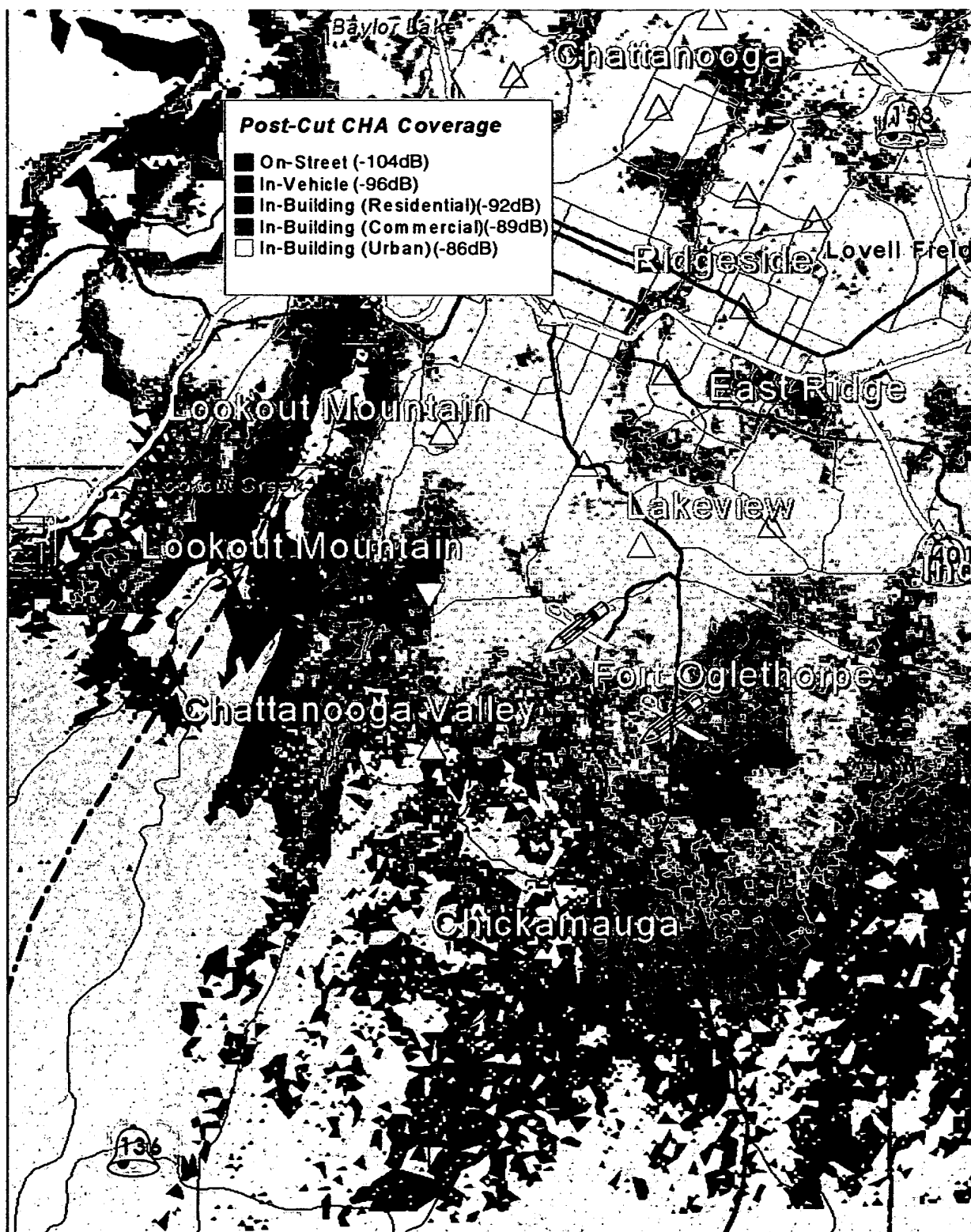


FIG. 9c

09772066-051501

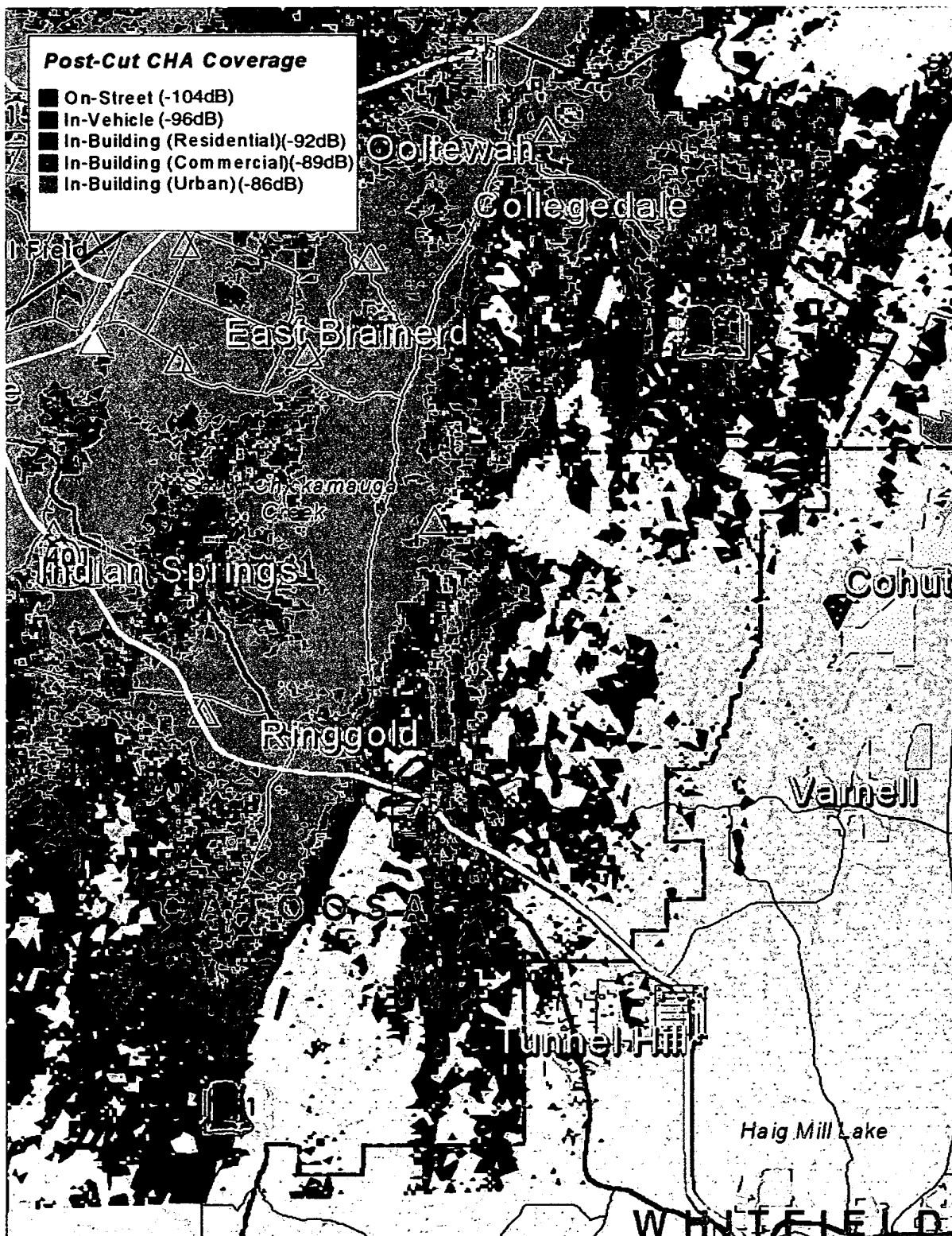


FIG. 9d

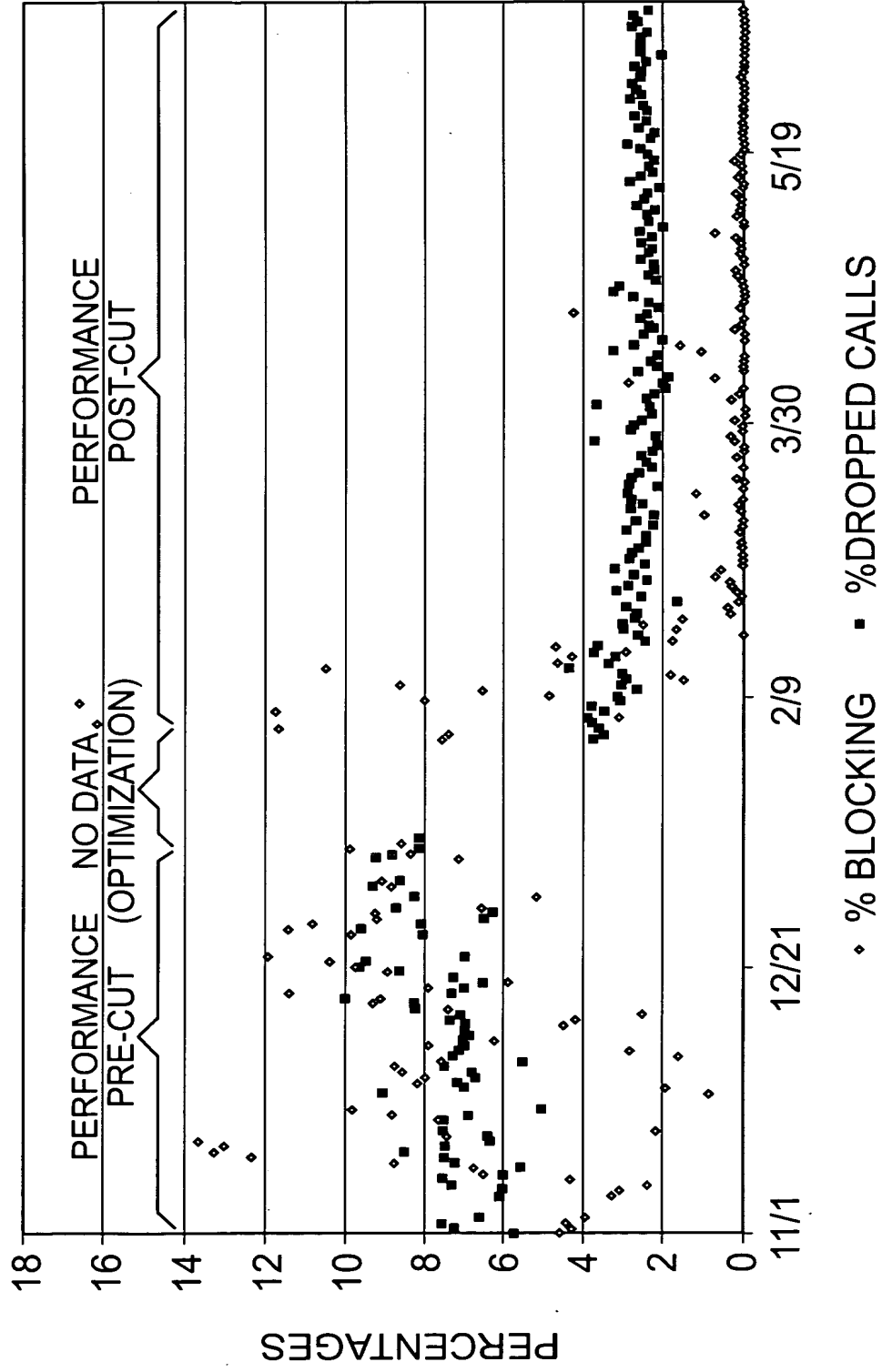


FIG. 10a

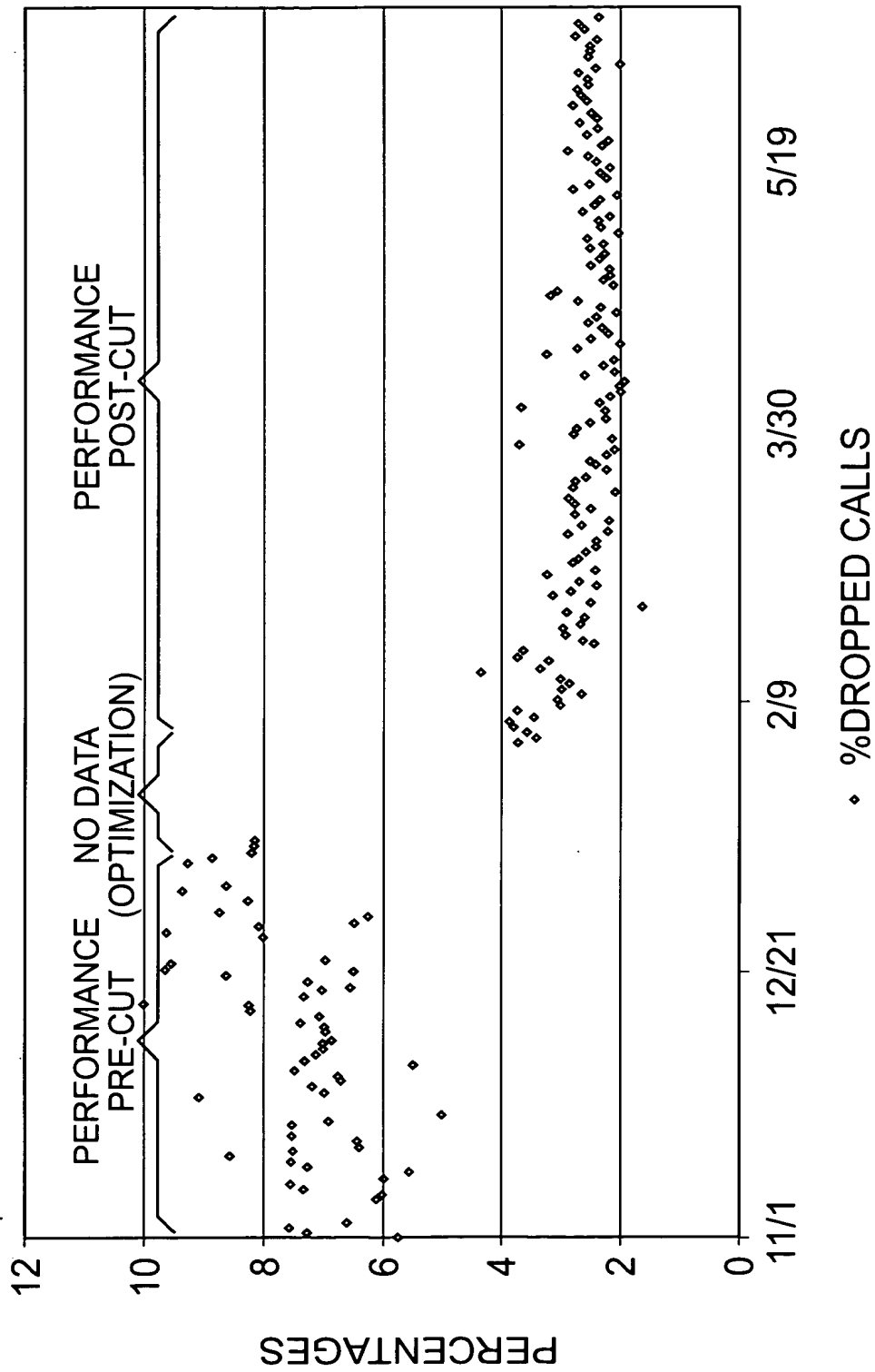


FIG. 10b

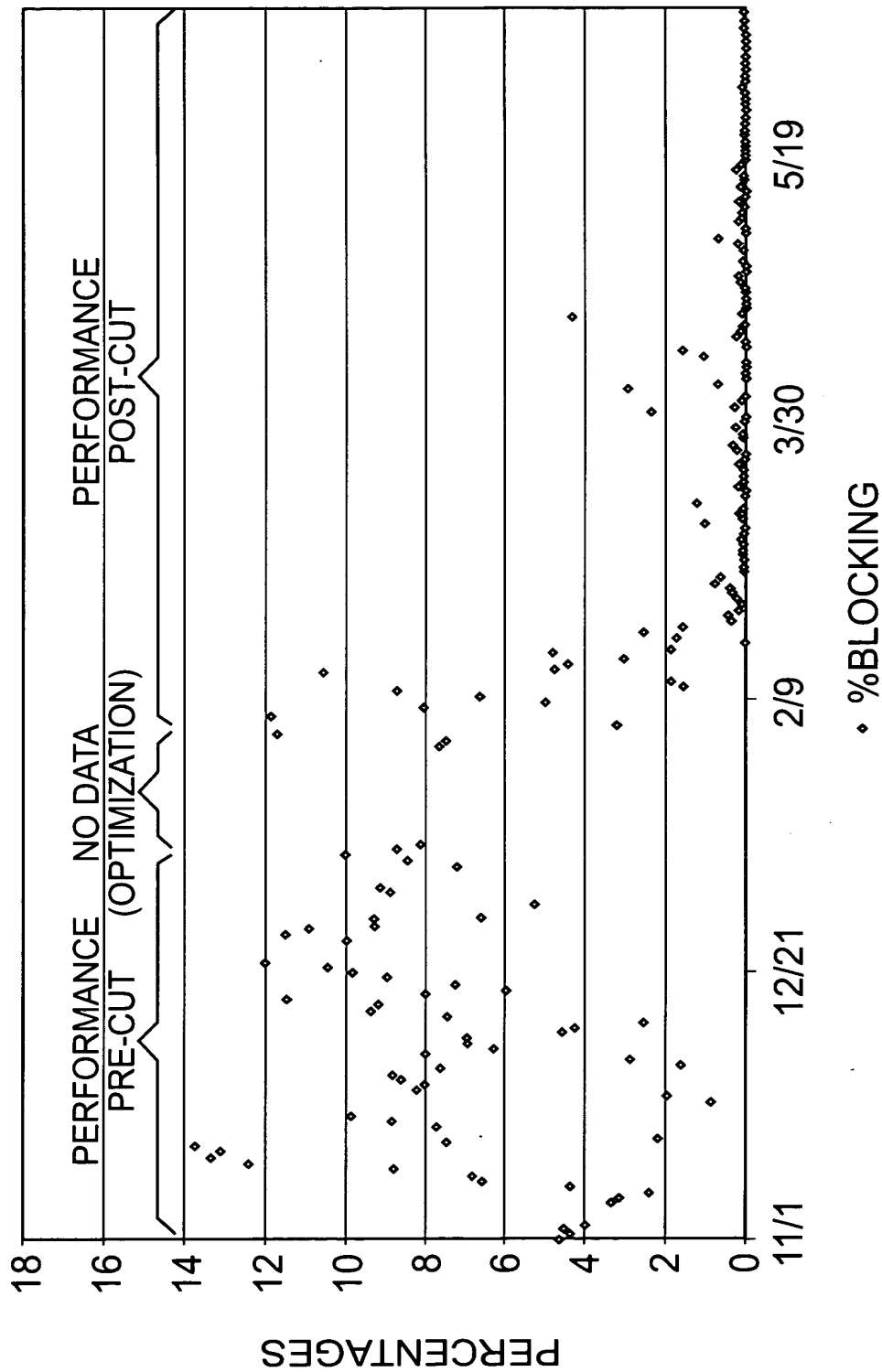


FIG. 10c

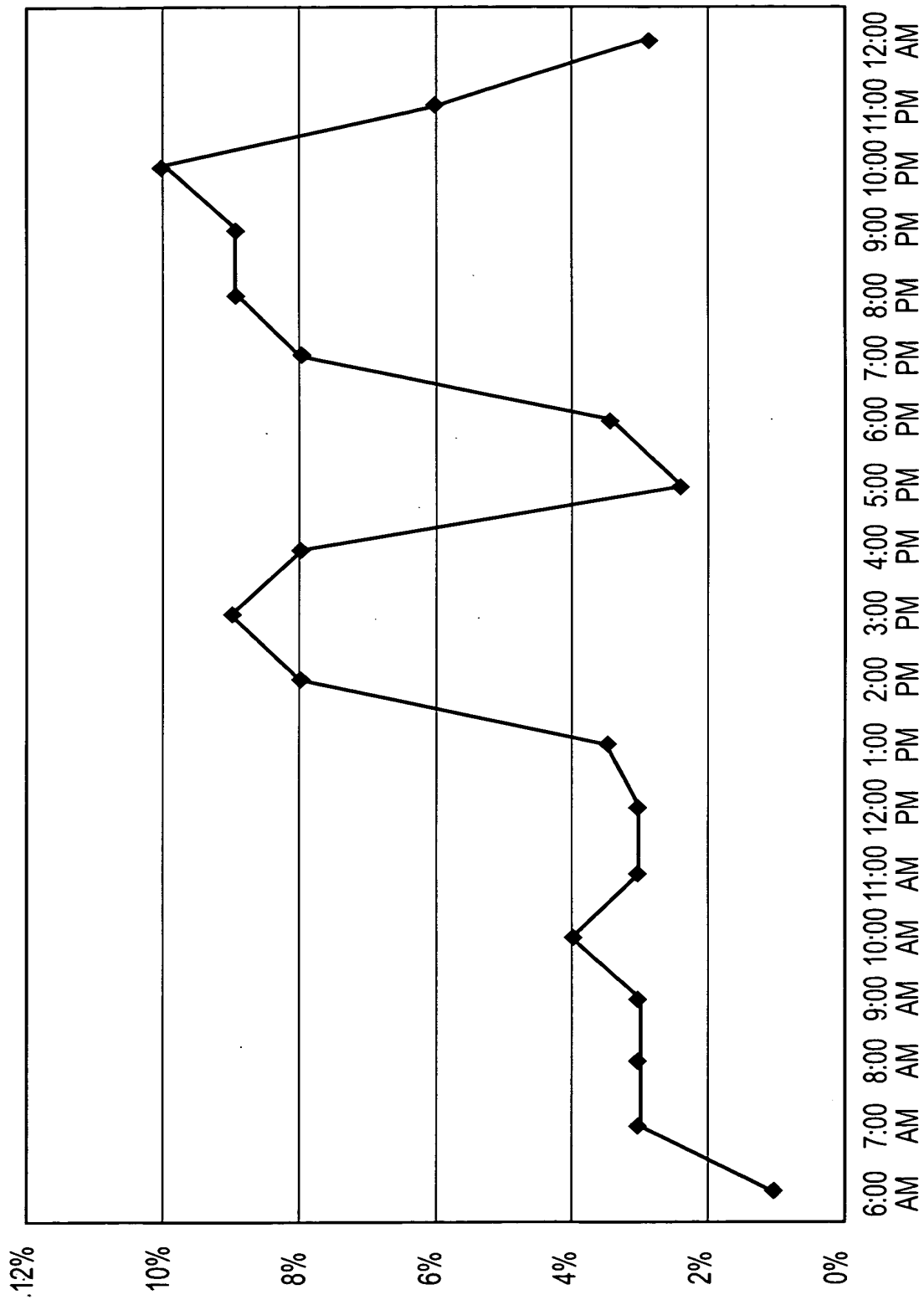


FIG. 11

TEST 50 " 99022/60

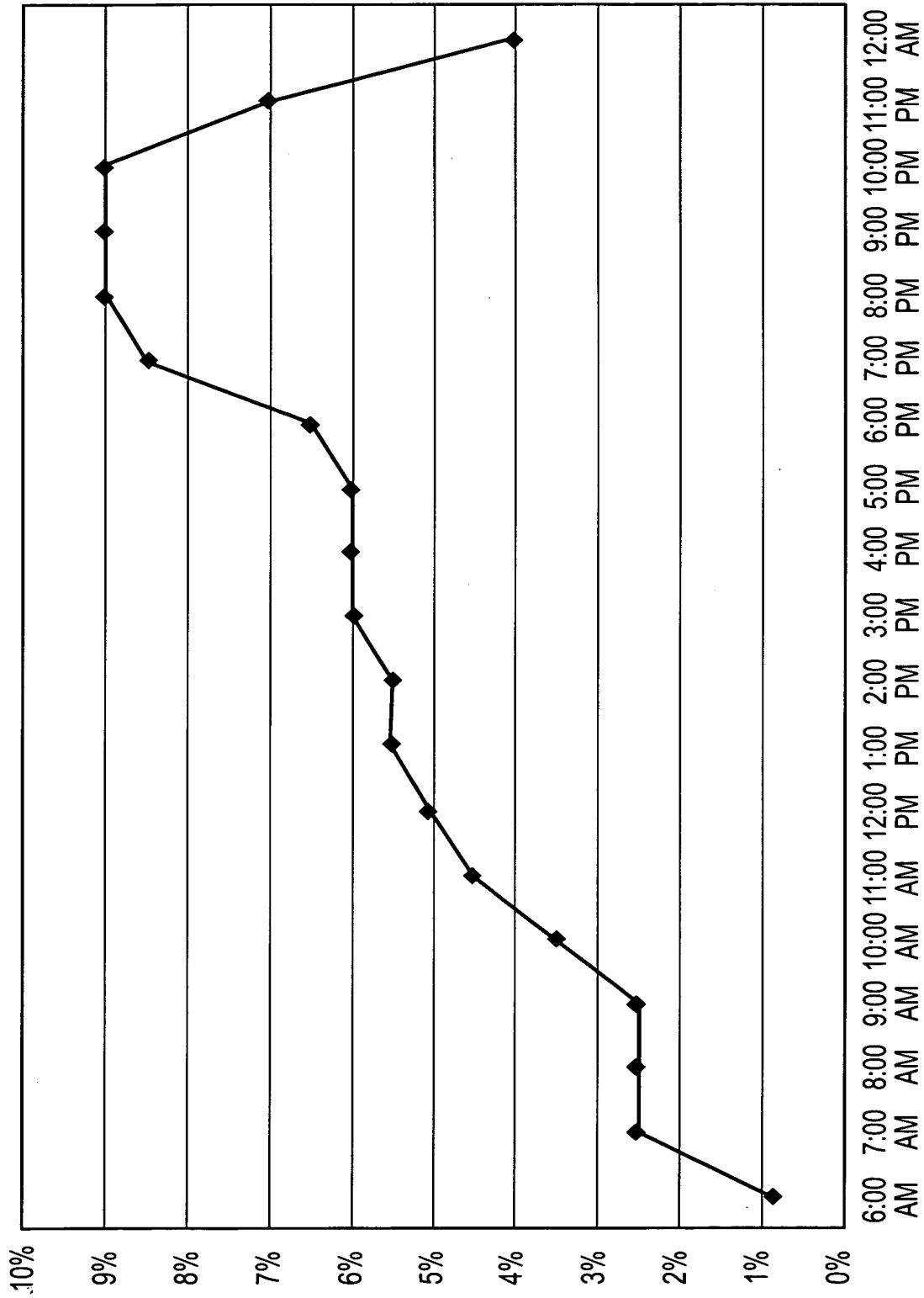


FIG. 12

TEST# 9902260

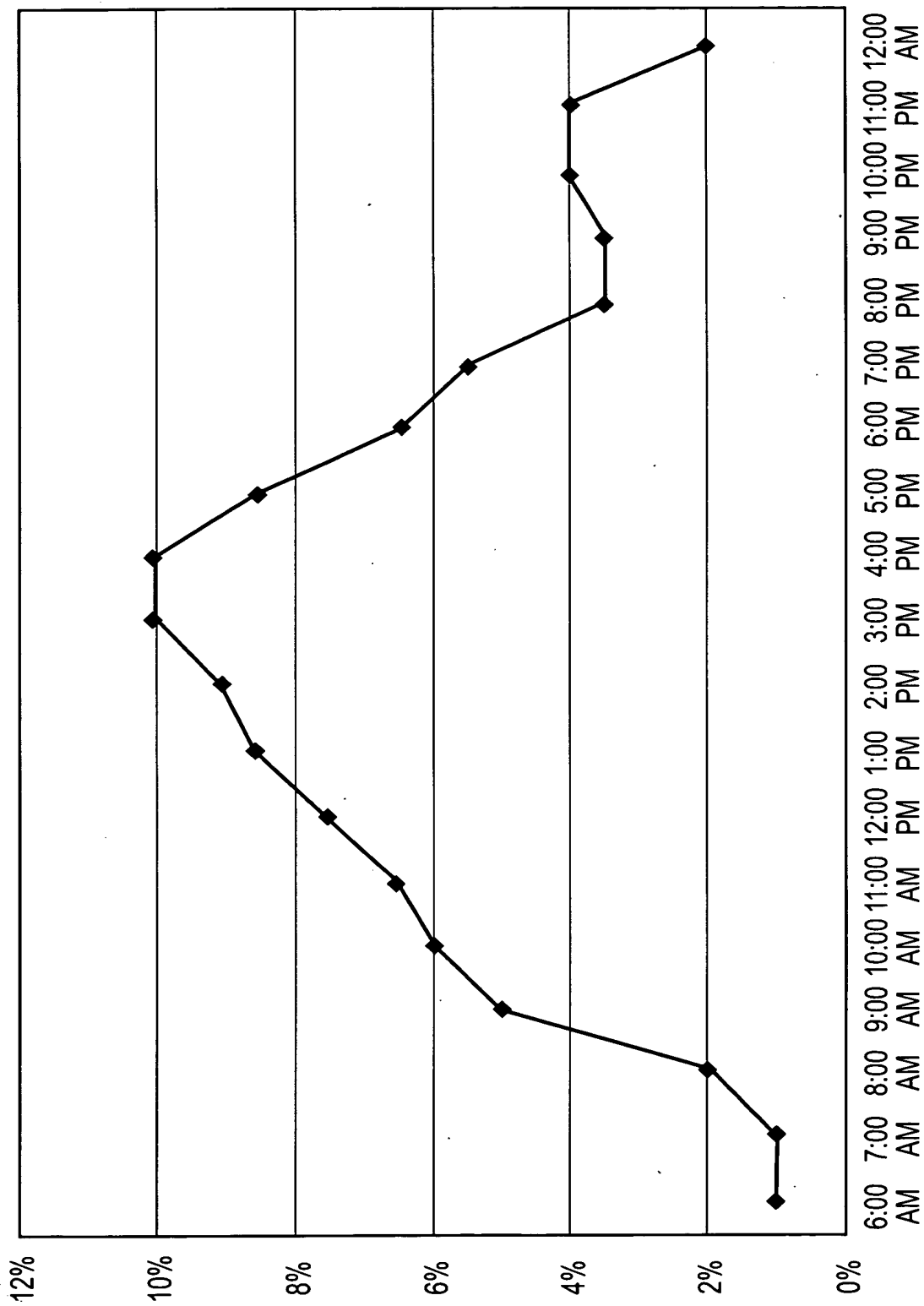


FIG. 13

TEST# 9902260

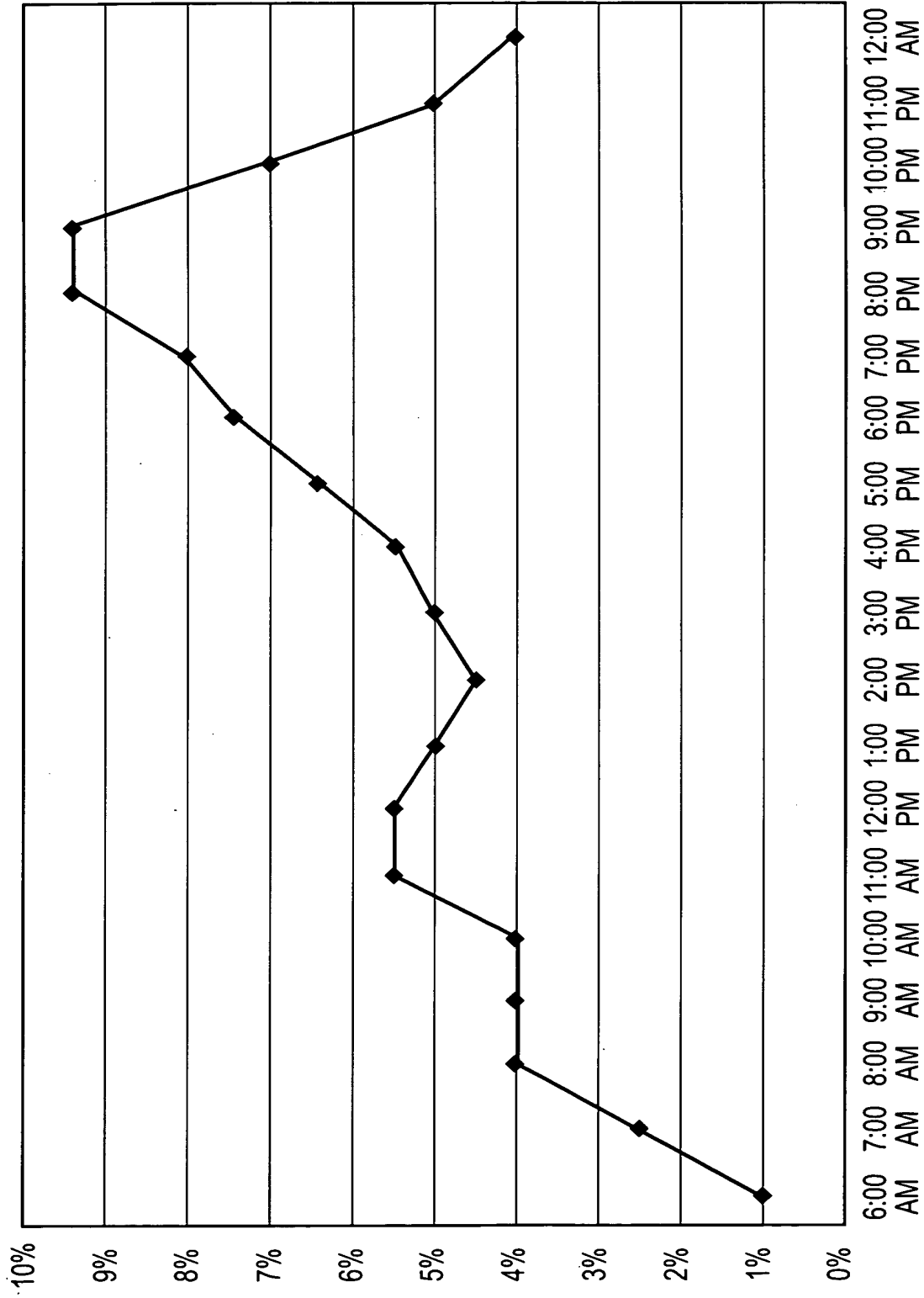


FIG. 14

TESTS 9902260

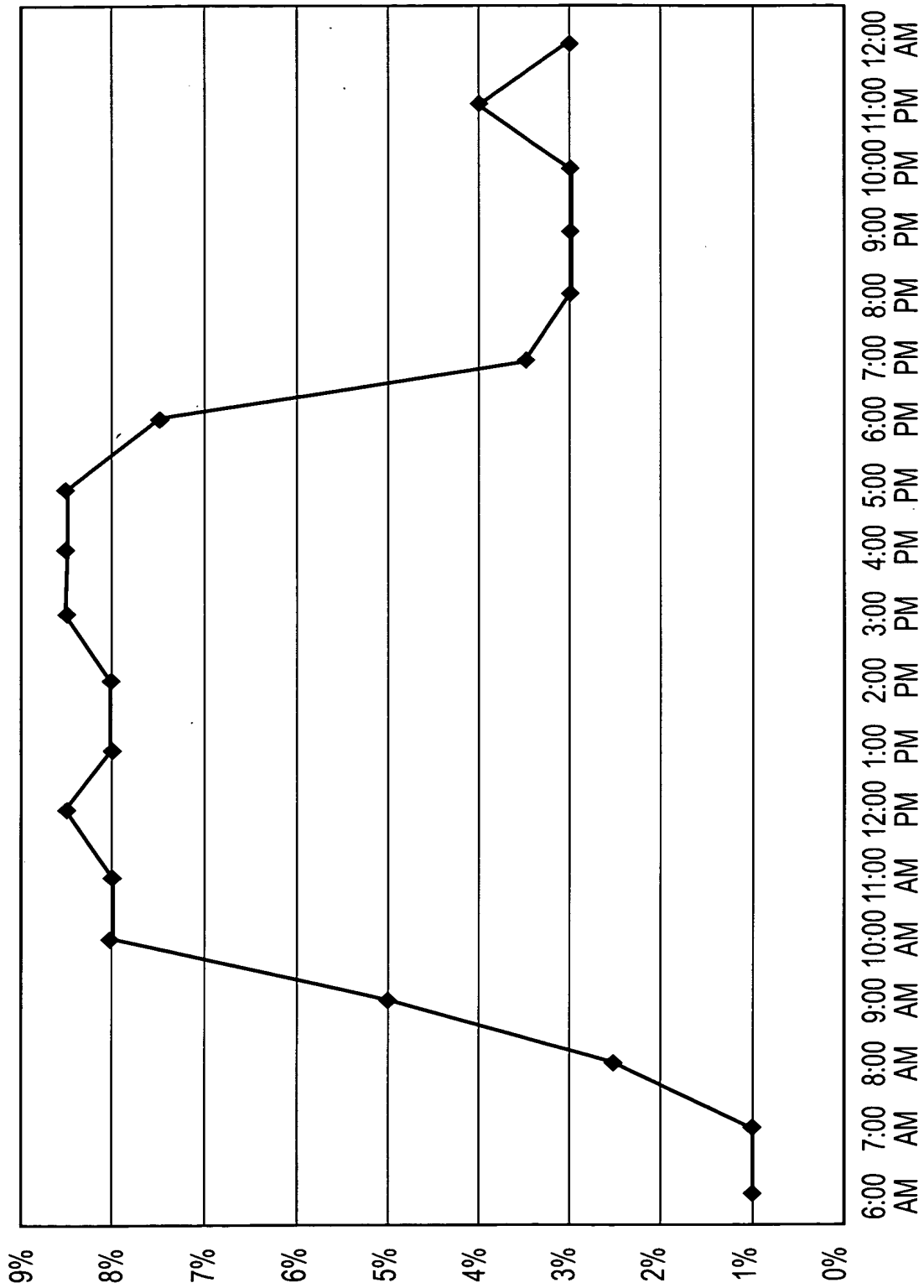


FIG. 15

POST 50" 99027260

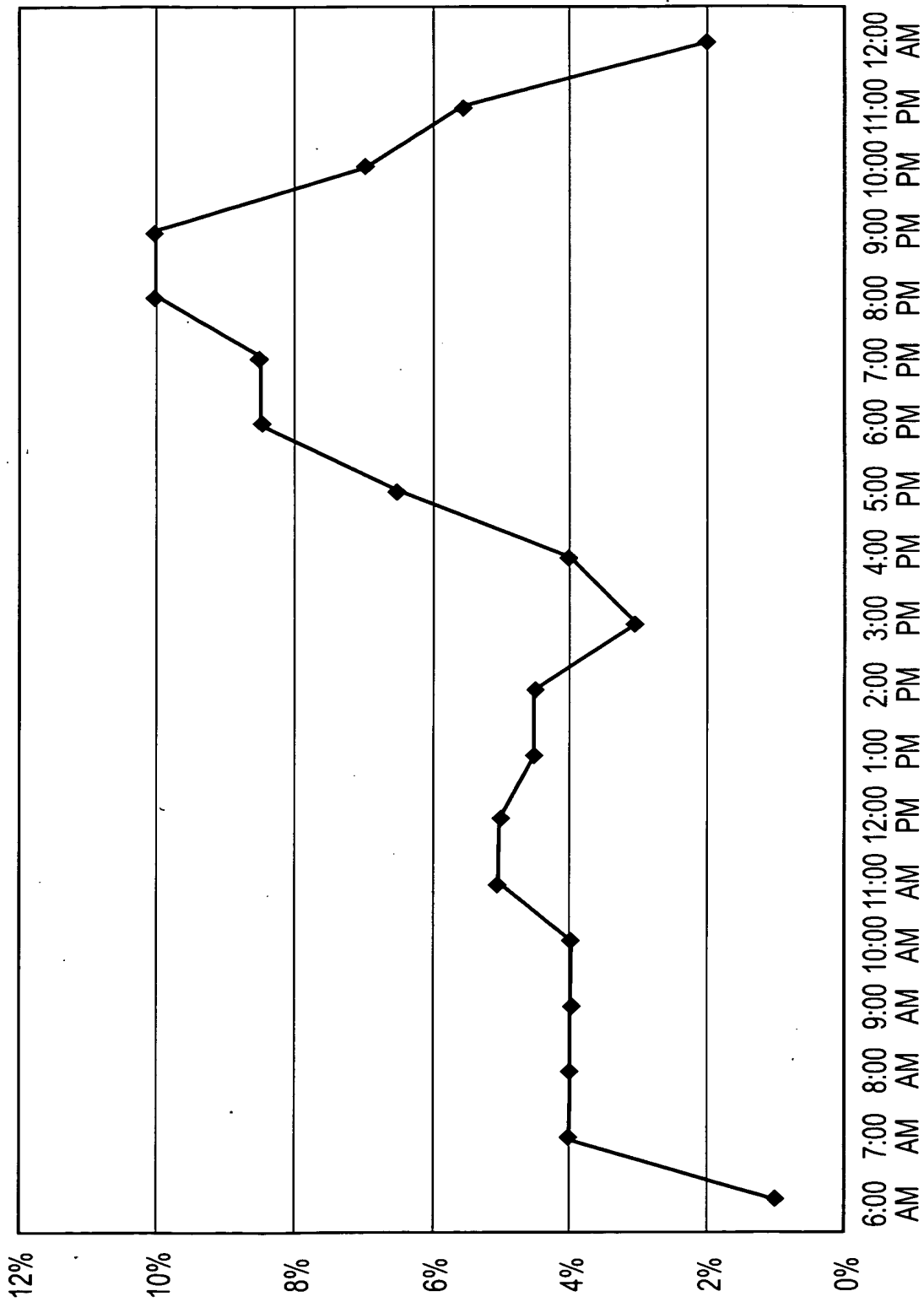


FIG. 16

POST50" 9902460

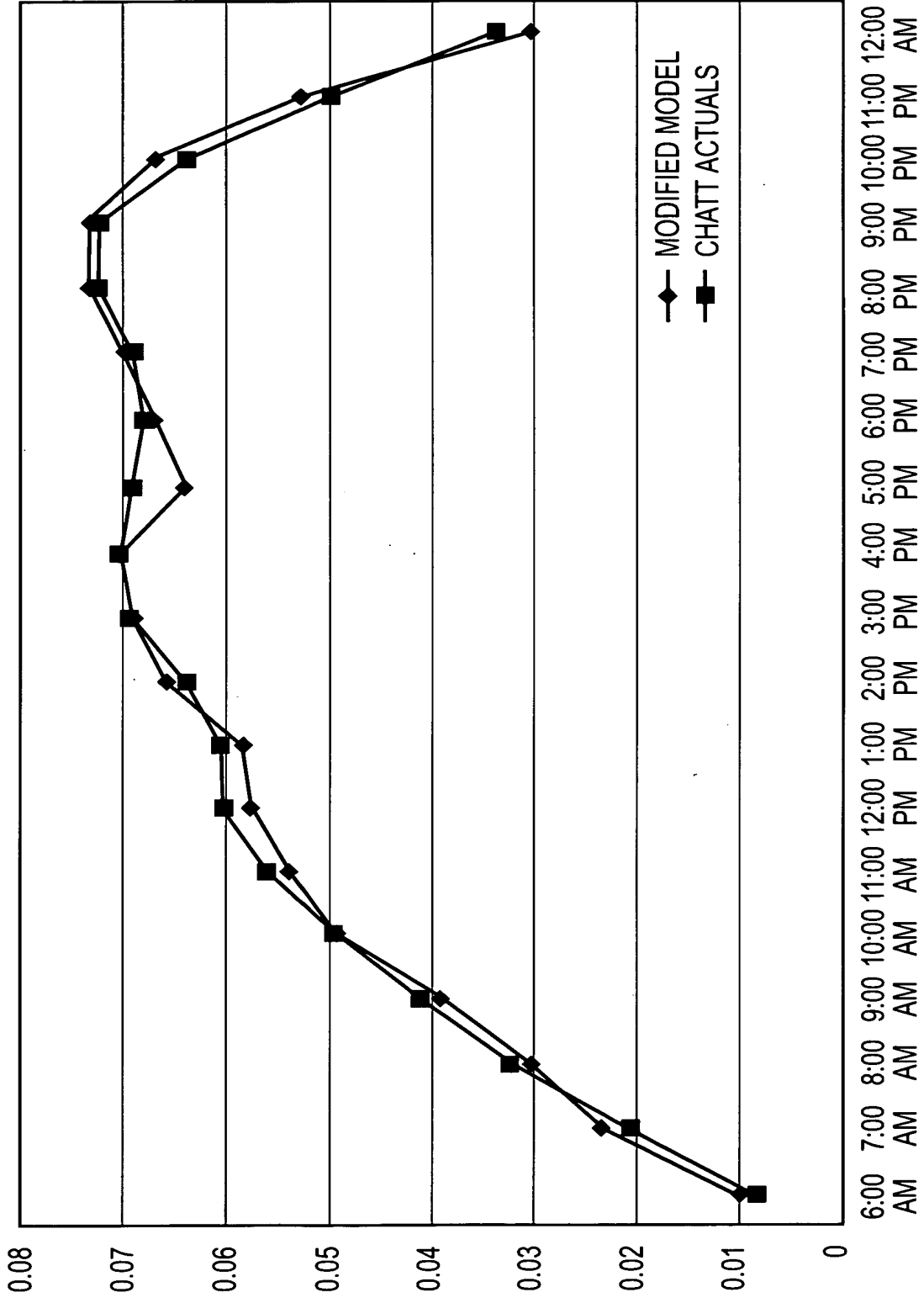


FIG. 17

PROOF OF CONCEPT
CHATTANOOGA

CRICKET WAS EBITDA BREAK-EVEN IN CHATTANOOGA AT 12 MONTHS

7.7% PENETRATION	12 MONTHS 24,000 CUSTOMERS AS OF 2/29/00	5 YEARS
COSTS IN <u>FIRST</u> YEAR		
COST PER GROSS ADD	<\$230	\$550
SUPPORT COSTS/AVERAGE SUB	\$5.60	\$11.45
OPERATIONS COST/MOU	\$0.013	\$0.039

FIG. 18

CAPITAL UTILIZATION

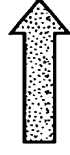
YEAR FROM SYSTEM LAUNCH					
	1	2	3	4	5
(IN THOUSANDS OF DOLLARS)					
CUMULATIVE ANTICIPATED CAPITAL EXPENDITURE PER SUBSCRIBER (AVERAGE)					
POWERTEL (GSM)	9,516	4,613	2,528	1,689	1,280
SPRINT (CDMA)	19,367	4,349	1,860	954	729
PRESENT INVENTION	2,354	2,628	1,949	1,183	877
CAPITAL EXPENDITURE PER ERLANG (AVERAGE)					
POWERTEL (GSM)	278	163	98	70	56
SPRINT (CDMA)	968	217	93	47	36
PRESENT INVENTION	47	52	38	23	17

FIG. 19

RE-ENGINEERING THE COST STRUCTURE

- NETWORK BUILD-OUT
 - HIGH CAPACITY CDMA
 - LATEST GENERATION EQUIPMENT
 - EFFICIENT SITE LOADING
 - NO UNDERUTILIZED ROAMING SITES
 - DESIGNED FOR RESIDENTIAL CALLING PATTERNS
 - LOWER % PEAK USAGE
 - CAPITAL REQUIREMENT PER CUSTOMER 1/3 OF TYPICAL PCS AVERAGE IN FIRST YEAR BECAUSE OF RAPID CUSTOMER ACQUISITION
- NETWORK OPERATIONS
 - LOWER BACKHAUL COSTS DUE TO CONCENTRATED FOOTPRINT
 - FAVORABLE INCOMING/OUTGOING MIX - LOWER INTERCONNECT COST
 - ELIMINATION OF ROAMING CLEARINGHOUSE AND ANTI-FRAUD COSTS

LOWER CAPITAL
COSTS



LOWER NETWORK
OPERATING COSTS

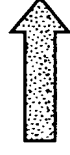


FIG. 20a

RE-ENGINEERING THE COST STRUCTURE (CONT'D)

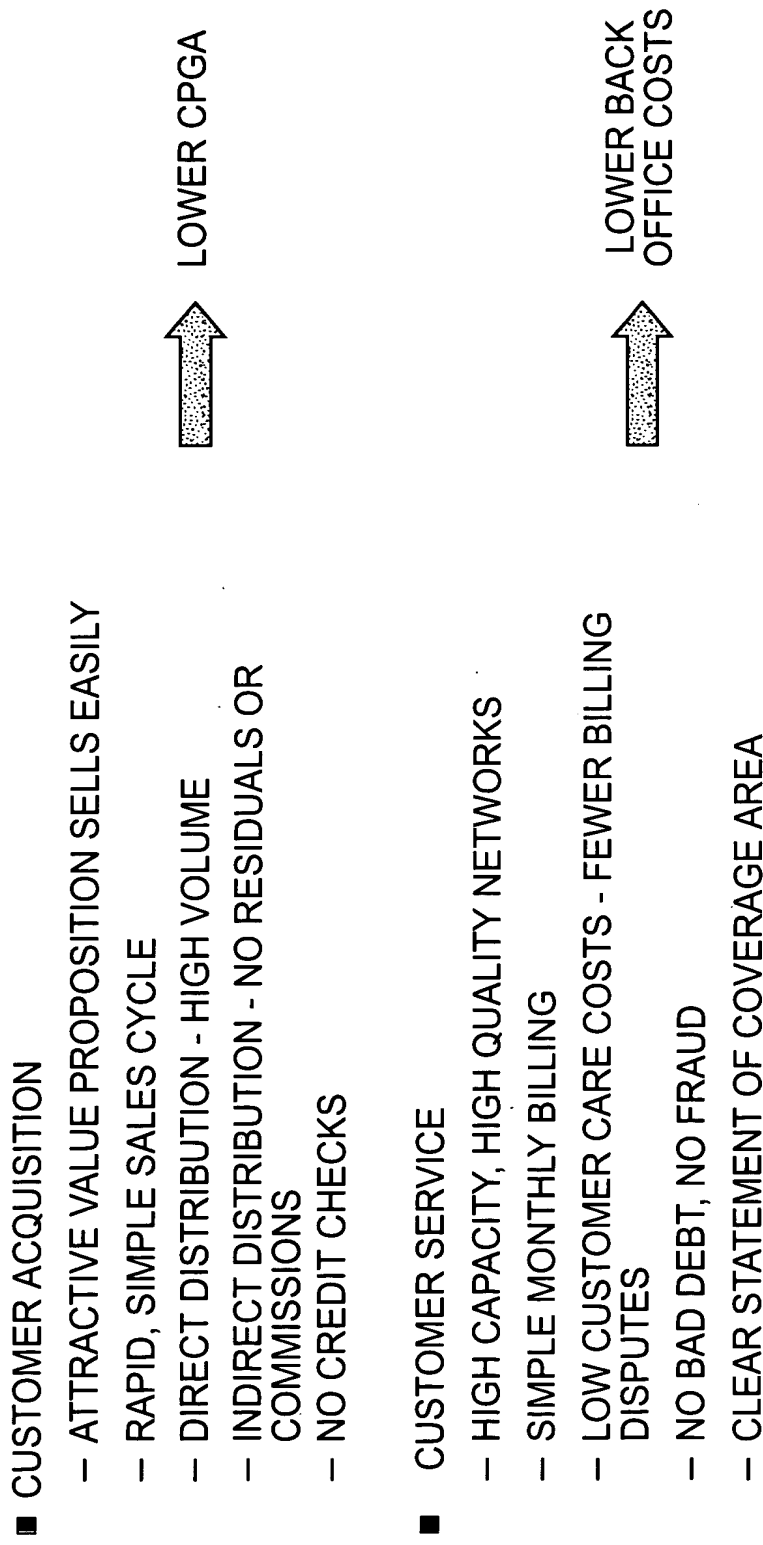


FIG. 20b

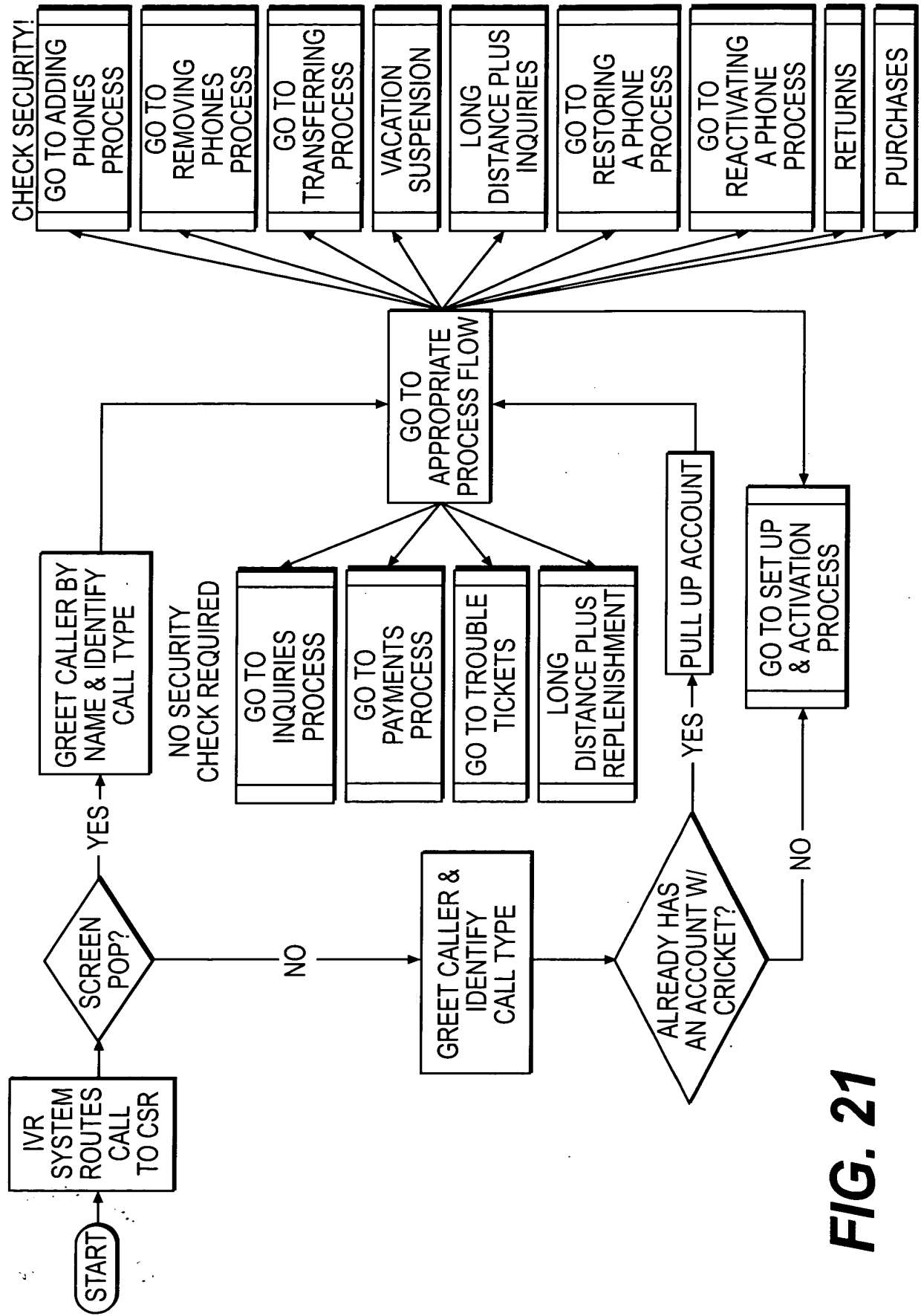
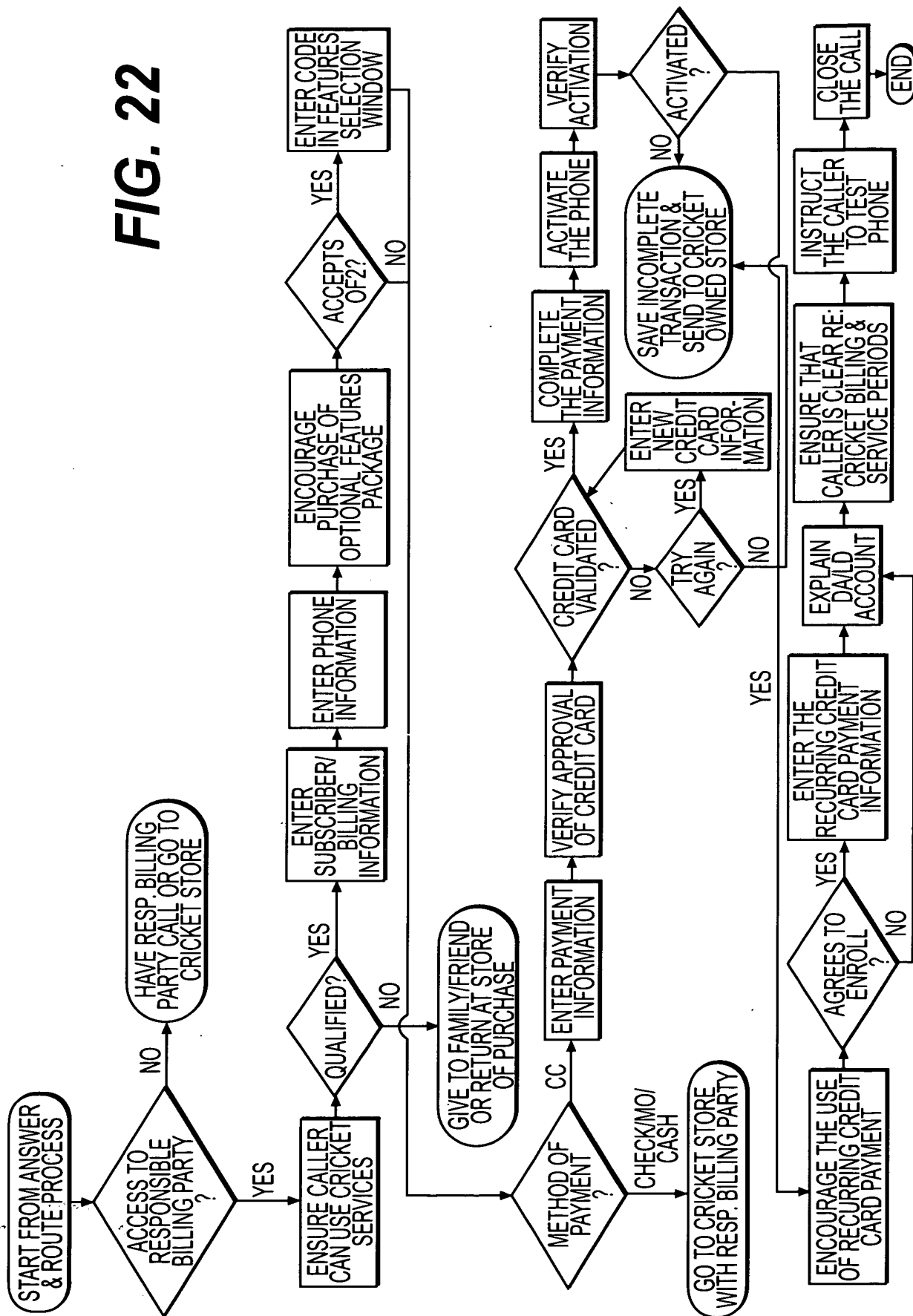


FIG. 21

FIG. 22



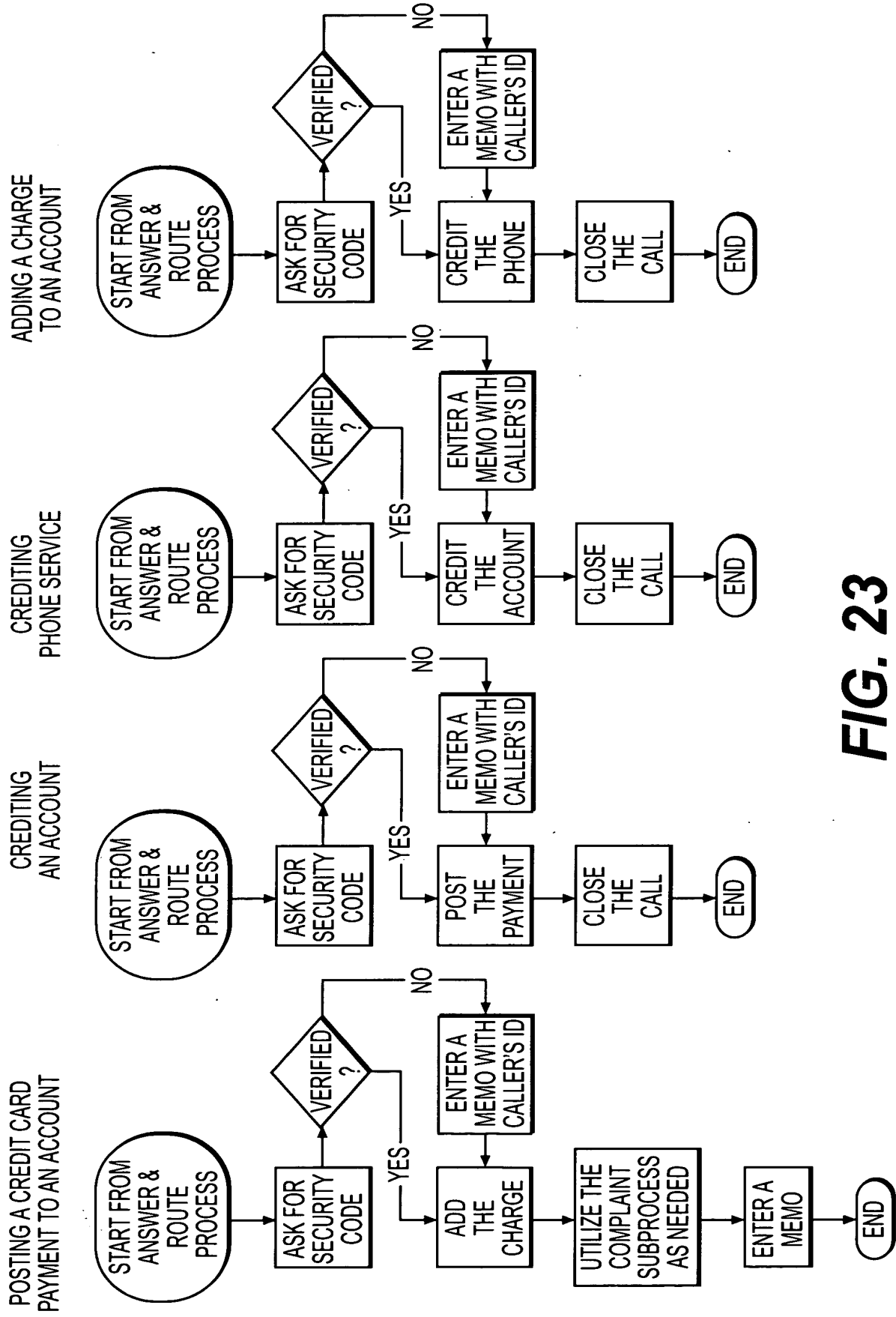


FIG. 23

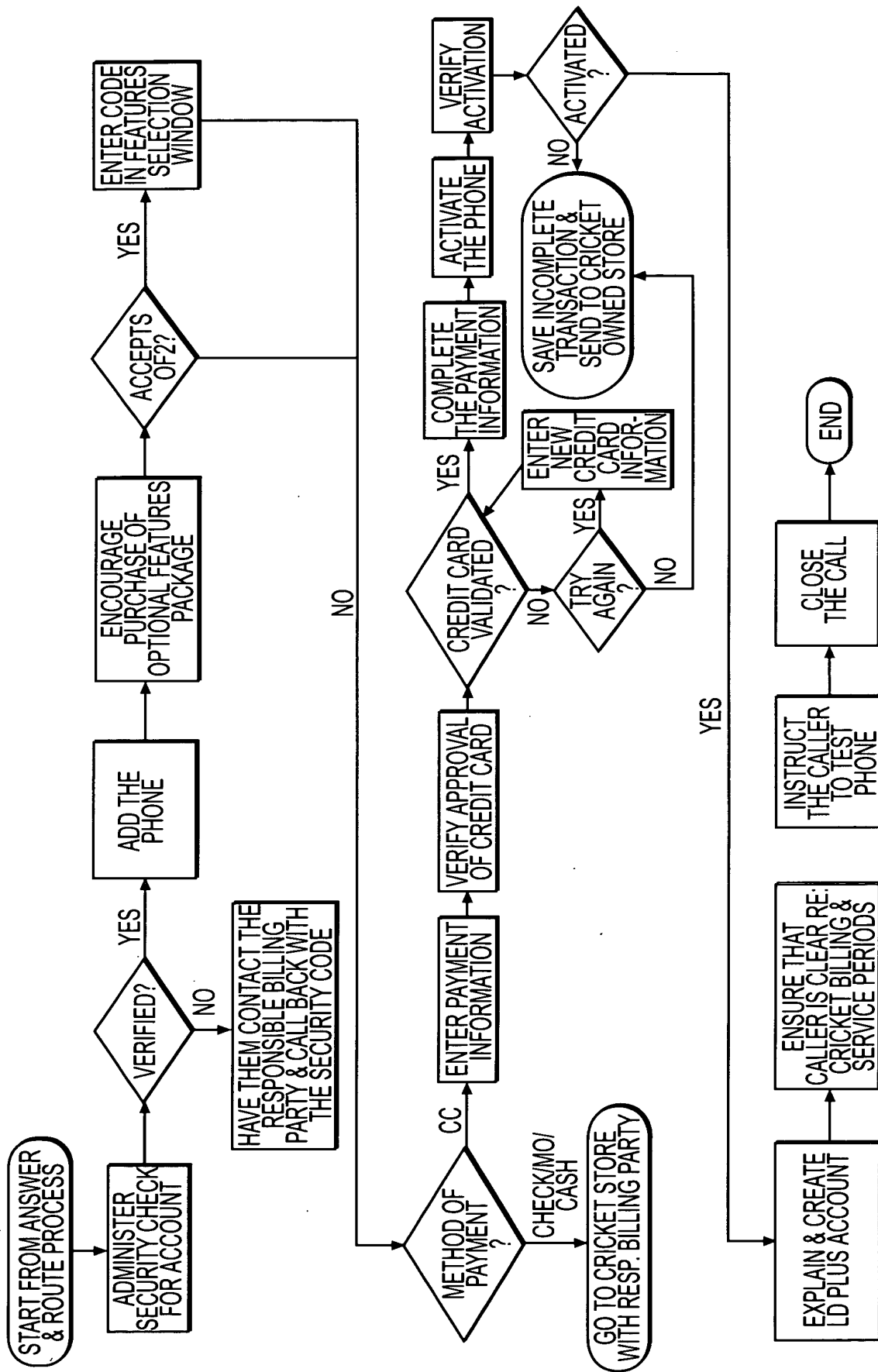


FIG. 24

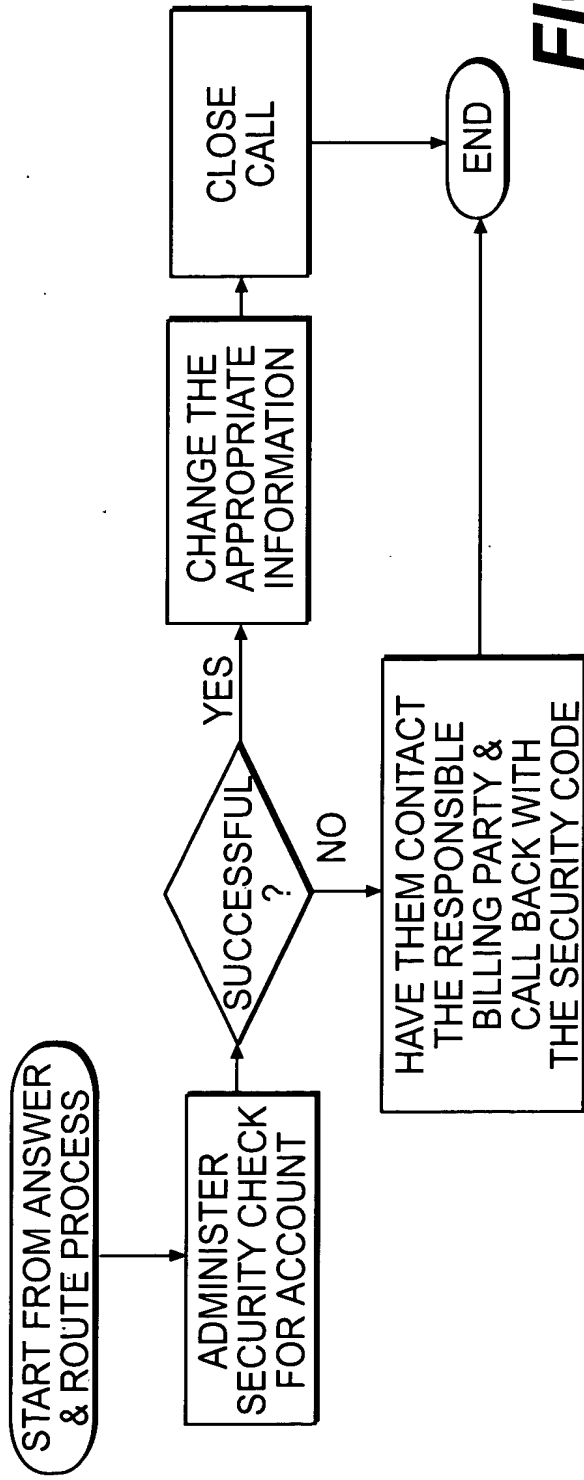


FIG. 25

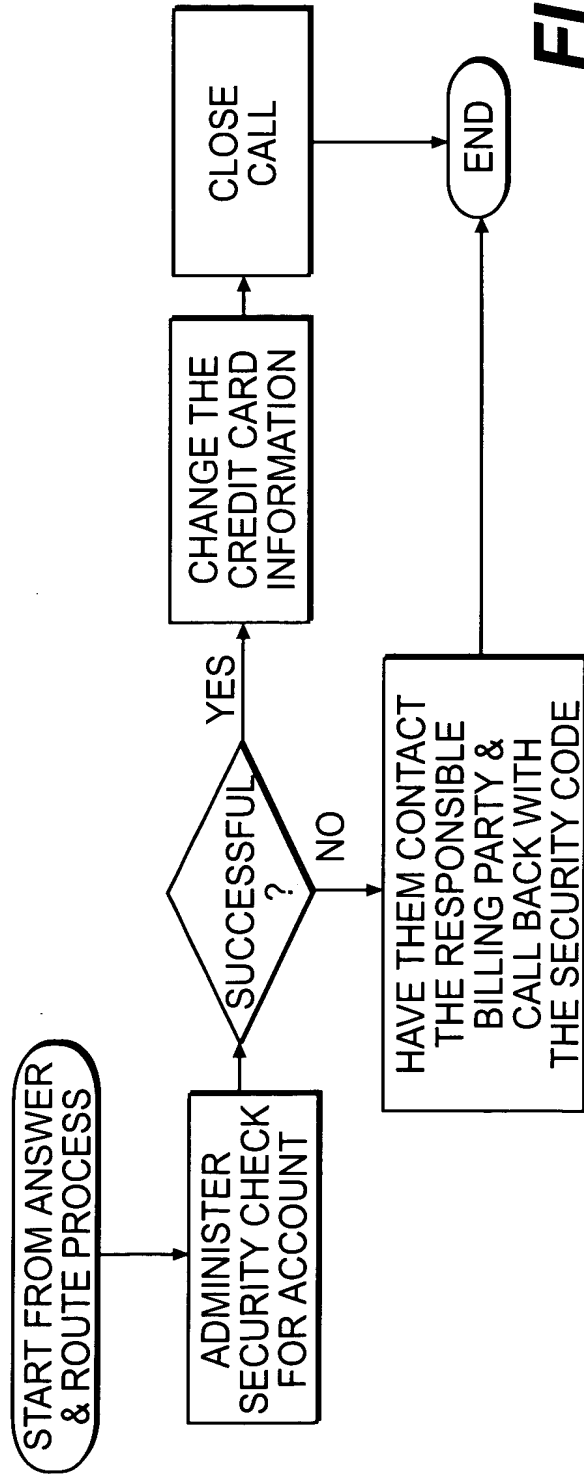


FIG. 27

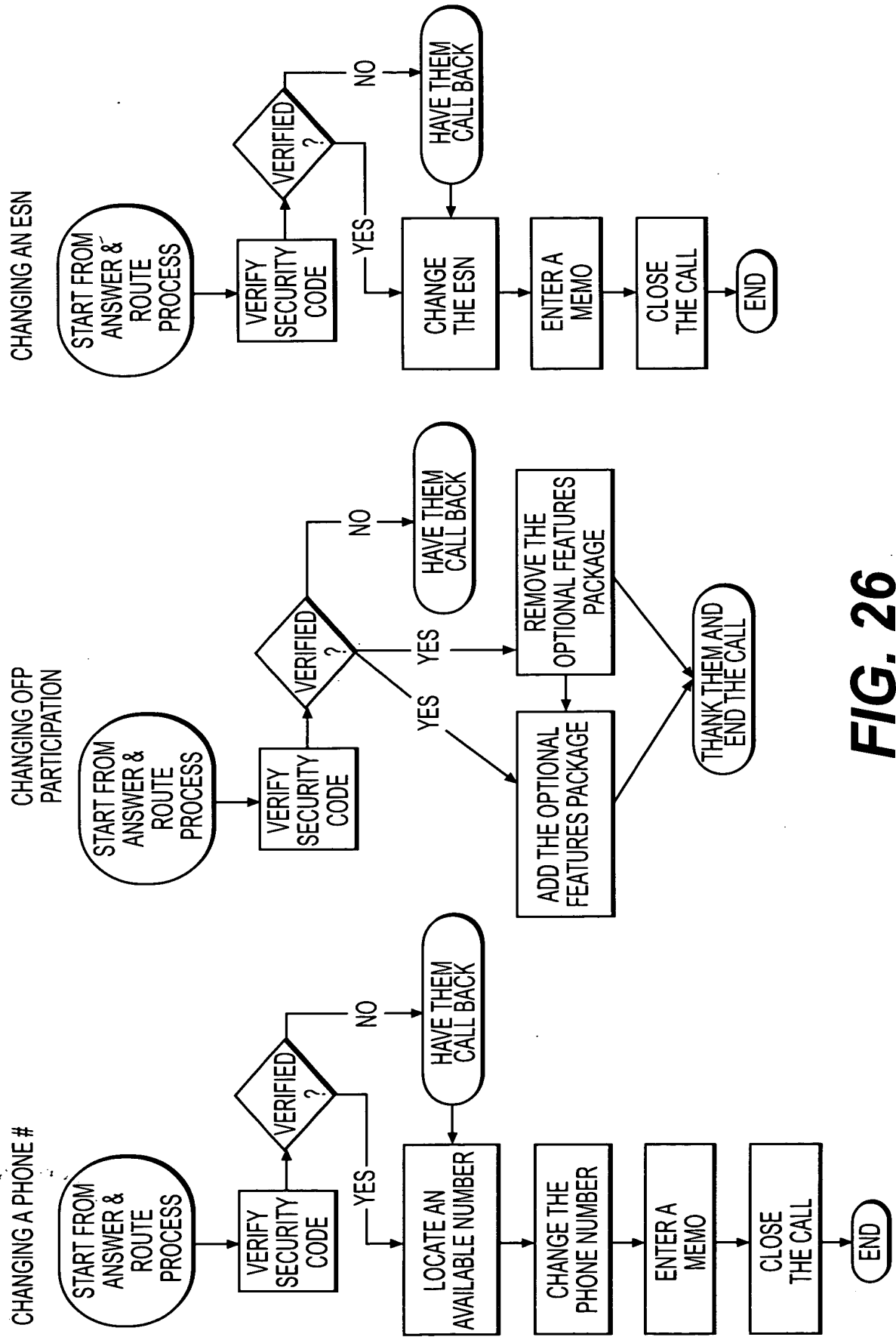


FIG. 26

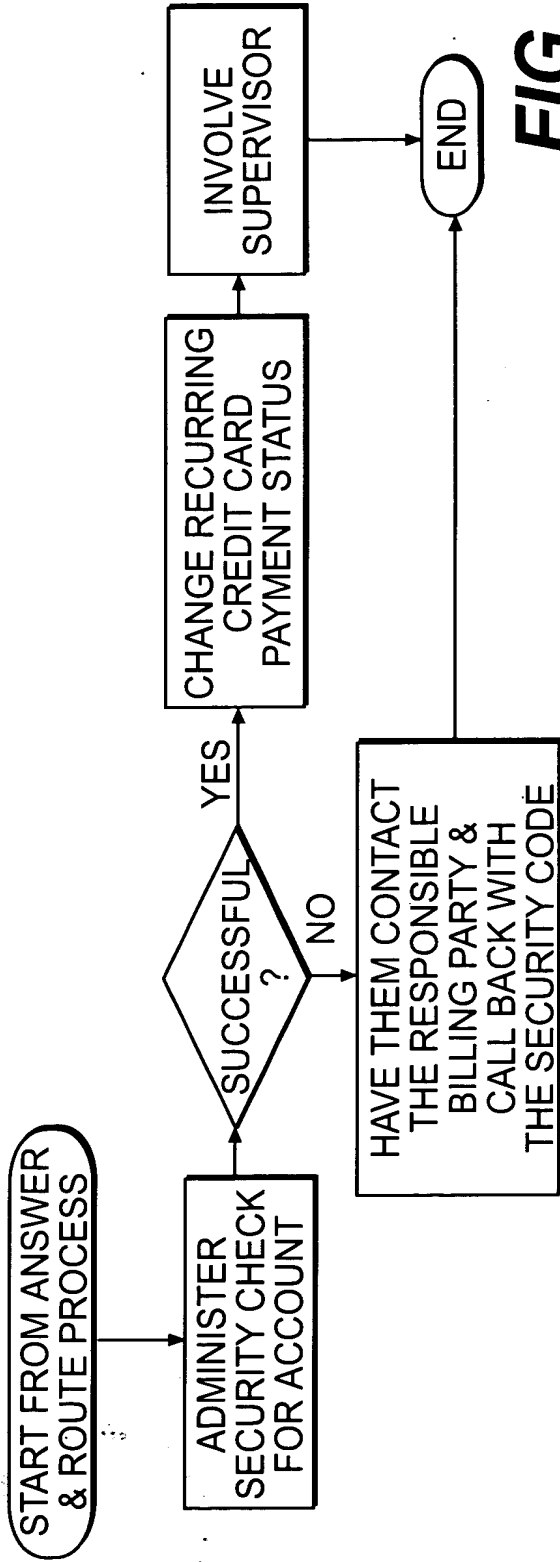


FIG. 28

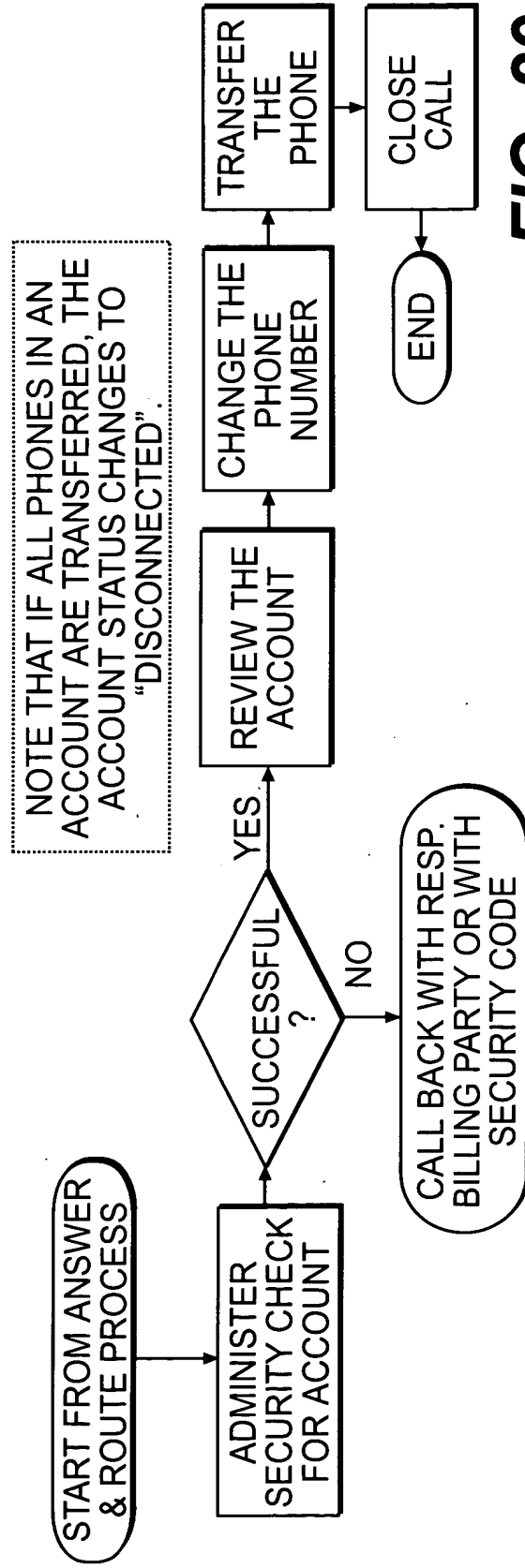


FIG. 29

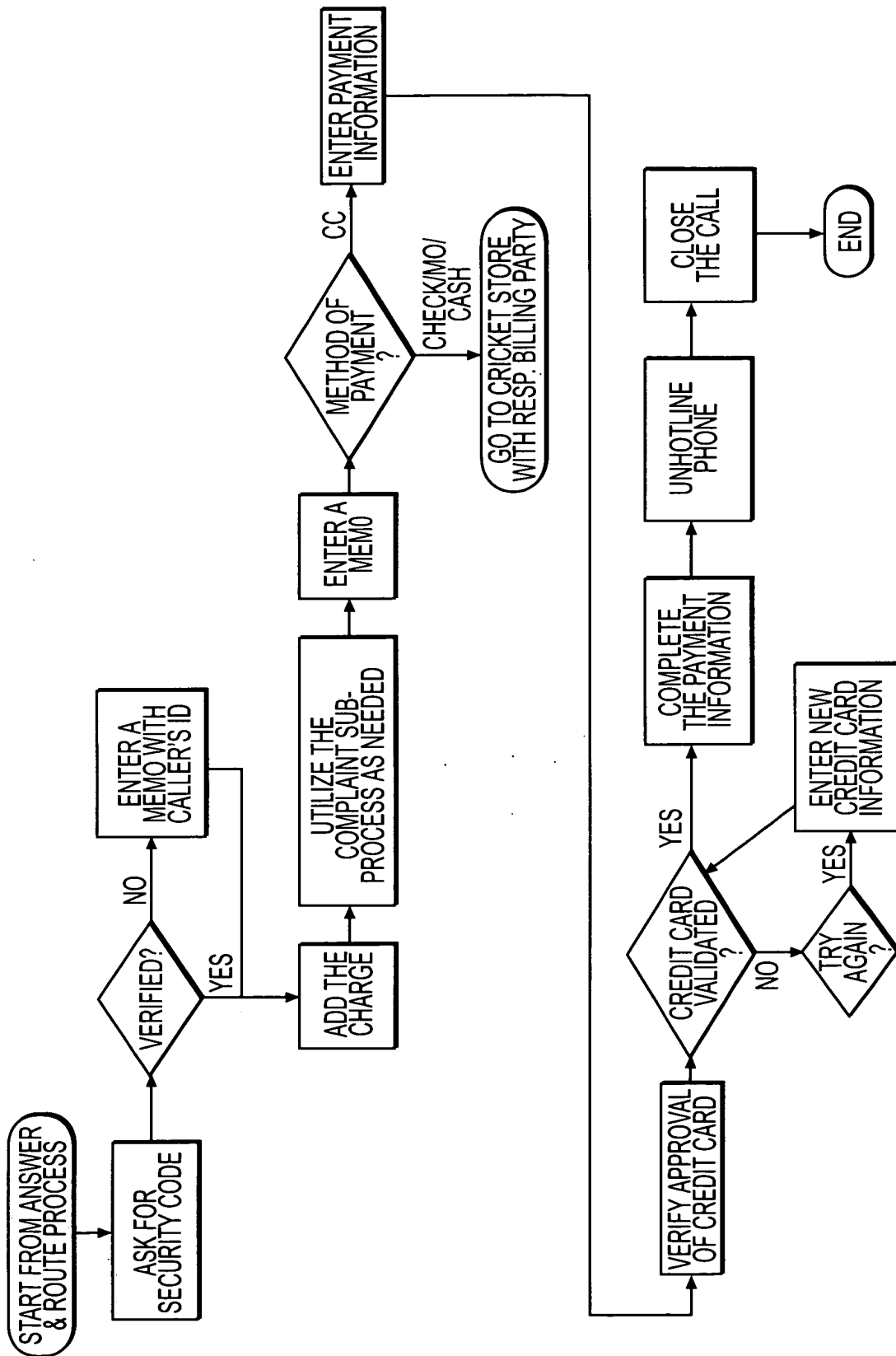


FIG. 30

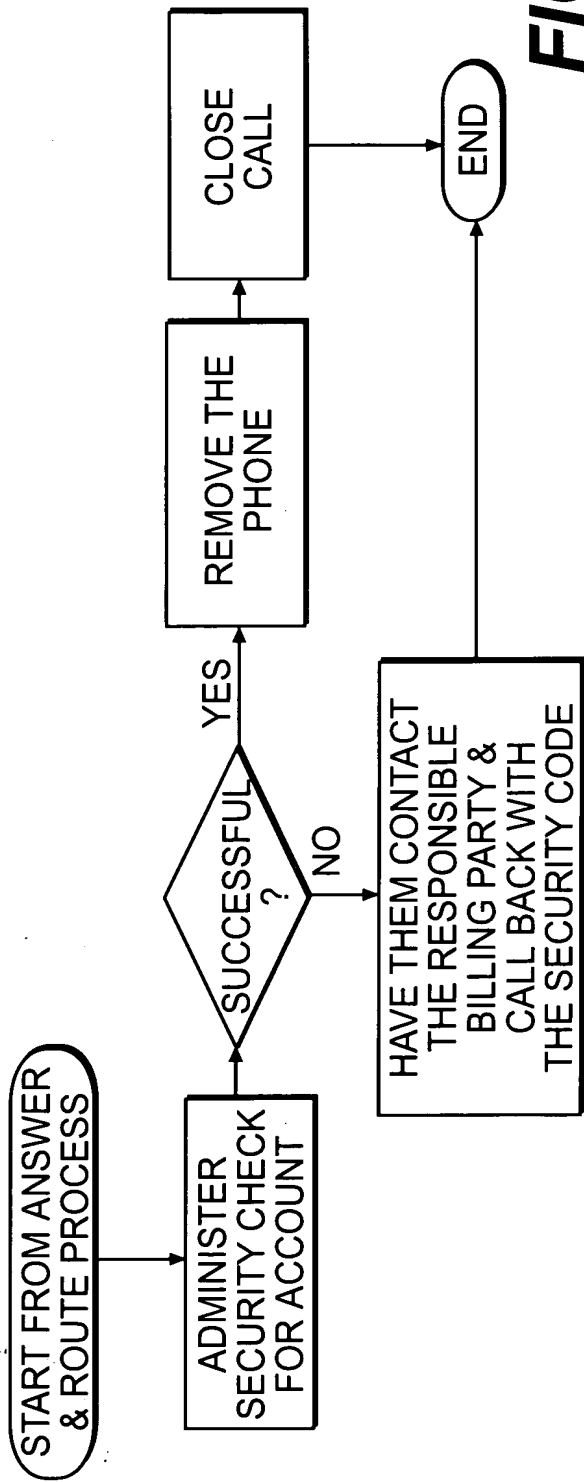


FIG. 31

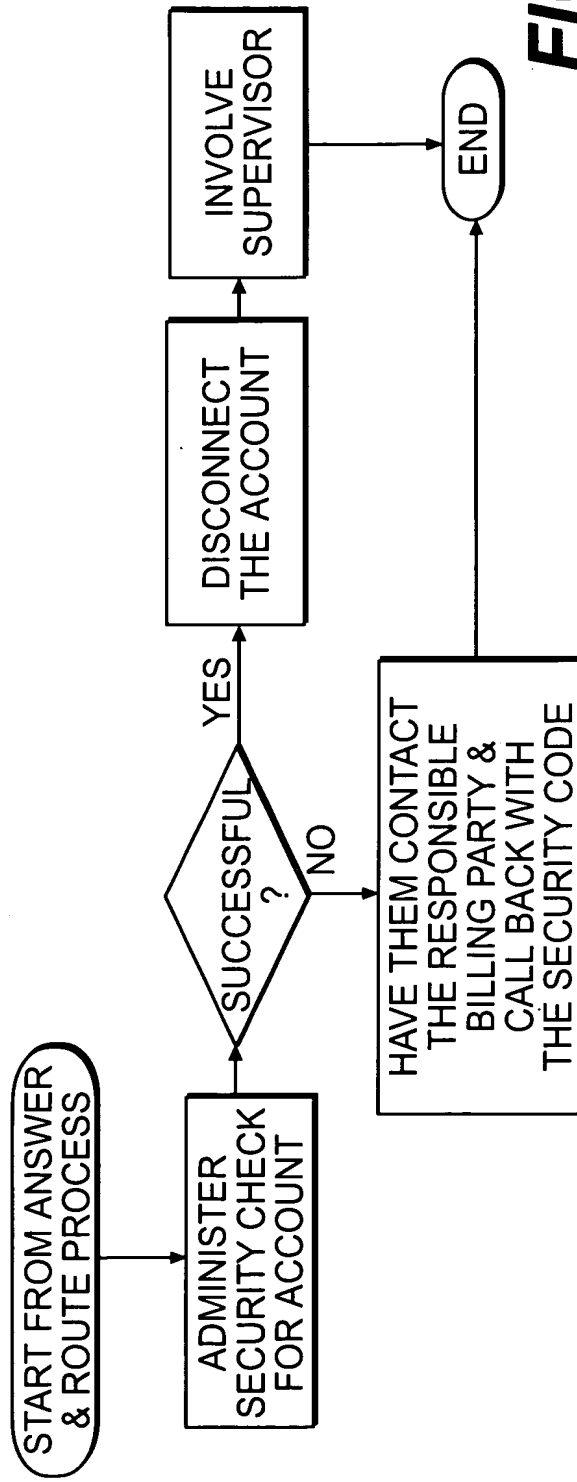


FIG. 32

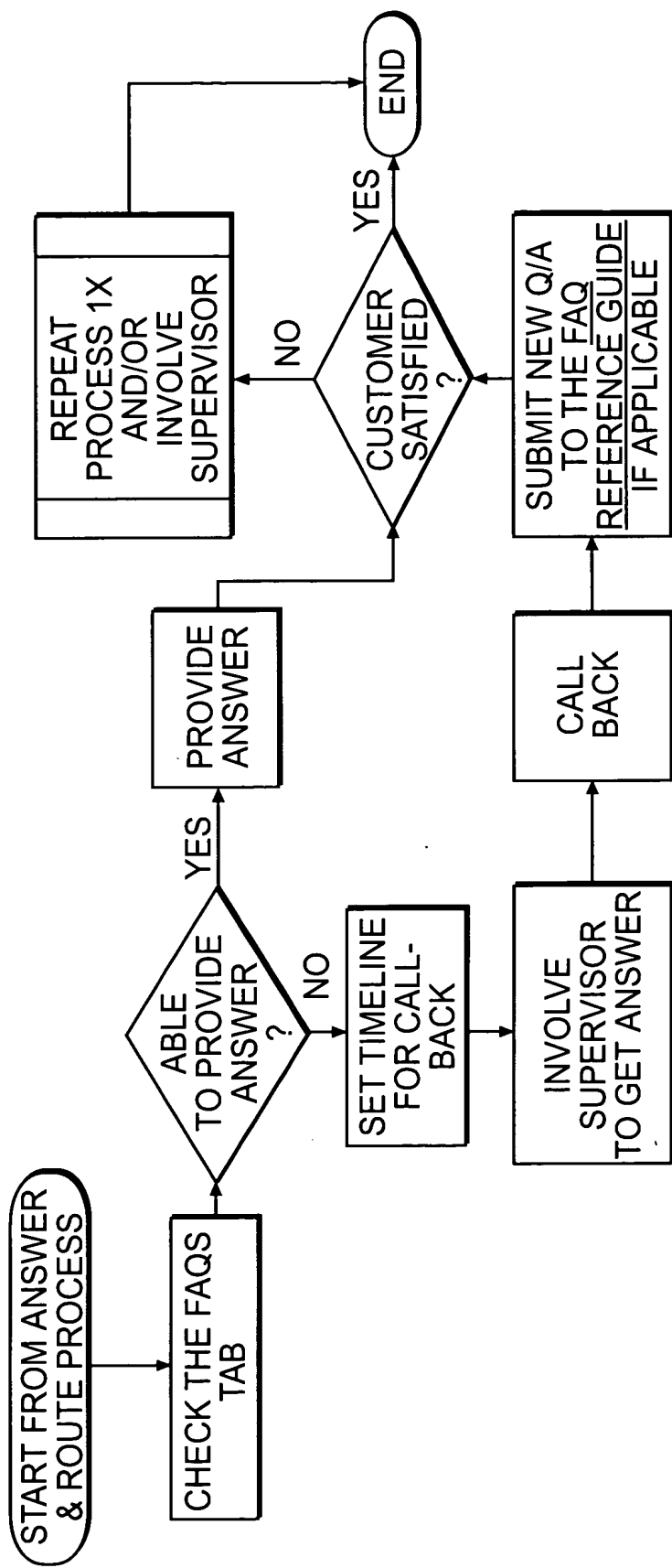


FIG. 33

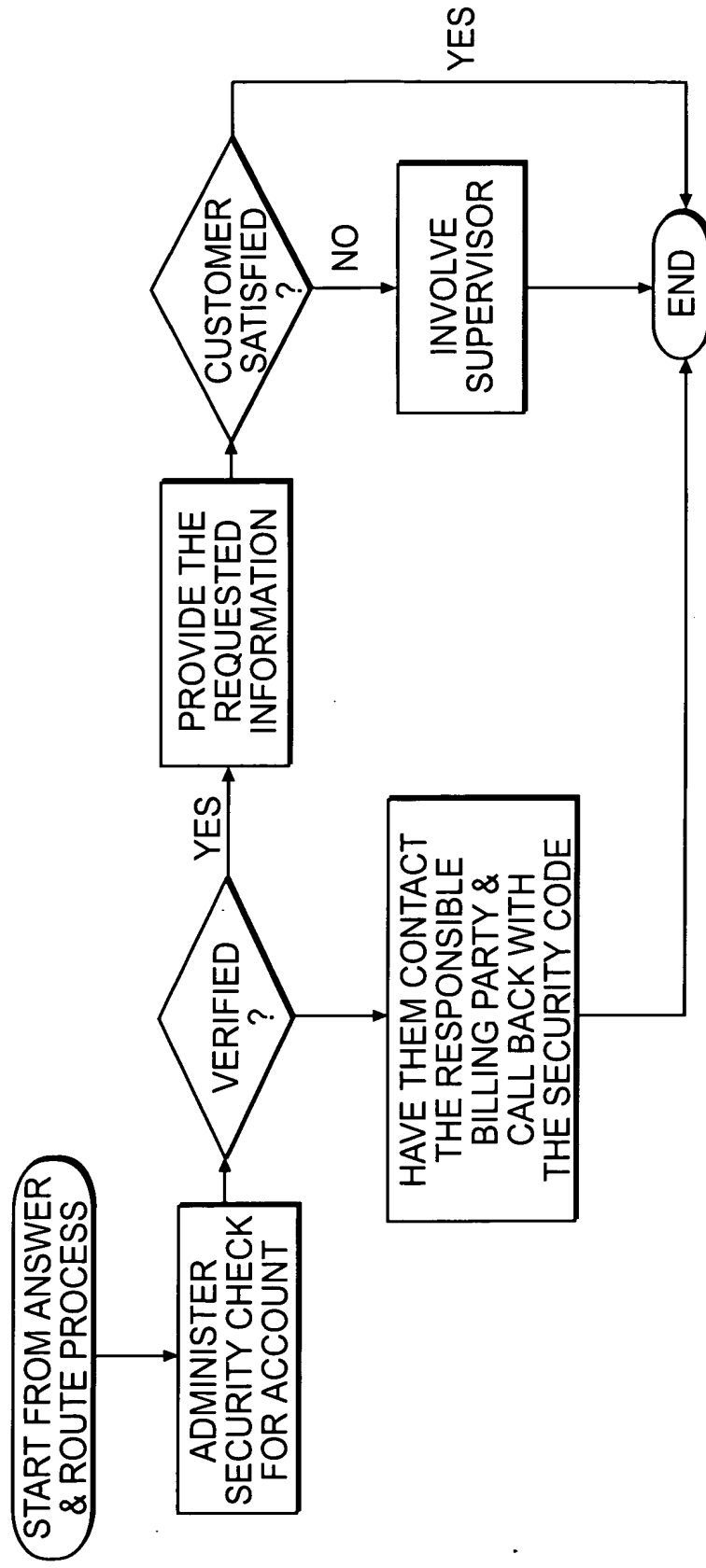


FIG. 34